AFFIDAVIT

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

Before me, the undersigned authority, this day personally appeared Elliot Greenberg, who being by me first duly sworn, upon oath, deposes and says:

1. That I am a Vice-President of 4701 North Meridian Holdings Inc. ("**Holdings**"), a member of 4701 North Meridian LLC, the owner submitting the accompanying application for a public hearing as required by the Land Development Regulations of the City of Miami Beach, Florida, affecting the real property located in the City of Miami, as described and listed on the pages attached to this affidavit and made a part thereof.

2. That Holdings is owned by Elliott Associates, L.P. ("**EA**") and Preston (Cayman) Ltd., a wholly owned subsidiary of Elliott International, L.P. (together with EA, the "**Elliott Funds**"), each of which has as its direct or indirect investors so-called "fund of funds" and pension plans as well as other institutional and individual investors.

3. That as of April 1, 2012, the capital base of the Elliott Funds is as follows:

Category	Aggregate Percentage of Assets Under Management
Insiders	10%
Fund-of-funds	32%
Individuals/Family Office	19%
Endowments/ Foundations	21%
Pensions	15%
Other	3%
Total	100%

4. That, as of the date hereof, other than Paul E. Singer (who can be assumed, for purposes of this Affidavit, to have more than a 5% interest in the Elliott Funds), no individual directly investing in the Elliott Funds has more than a 5% interest in the Elliott Funds, and, based upon the undersigned's assumption (which assumption is made without further investigation or inquiry by the undersigned) that there are more than 5,000 individual beneficiaries (directly or indirectly) of the "fund of funds" and pension plans, that (i) there are more than 5,000 indirect individual interests in Holdings, and (ii) except as noted above, to our actual knowledge, no individual has more than a 5% indirect interest in Holdings.

5. That Paul E. Singer has an address at 40 West 57th Street, New York, New York.

6. That the facts as stated in this affidavit, and represented in the application and documents submitted in conjunction with this affidavit, are true and correct, to the best of affiant's knowledge, information and belief.

Further Affiant sayeth not.

The foregoing instrument was acknowledged before me this 14th day of May, 2012, by Elliot Greenberg, who is personally known to me or who has produced New York State Driver License as identification and who did (did not) take an oath.

Notary Public

OKSANA BITETTI
Notary Public, State of New York
No. 01BI6137693 Qualified in Richmond County
Certificate Filed in New York County
Commission Expires December 05, 2013

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