

(Merger Sub), a wholly owned subsidiary of BFC Financial Corporation (BFC), with Merger Sub continuing as the surviving company of the merger. In connection with the merger, Woodbridge s separate corporate existence ceased and each outstanding share of Woodbridge s Class A Common Stock (and each related preferred share purchase right) was canceled and converted into the right to receive 3.47 shares of BFC s Class A Common Stock. As a result, as of the date of this filing, there are no outstanding shares of Woodbridge s Class A Common Stock or related preferred share purchase rights.

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Pursuant to the requirements of the Securities Exchange Act of 1934, Woodbridge Holdings, LLC (as the successor company to Woodbridge Holdings Corporation) has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: November 9, 2009

Woodbridge Holdings, LLC,
the successor company to Woodbridge
Holdings Corporation

By: /s/ John K. Grelle
John K. Grelle,
Chief Financial Officer