

1398000000546



ACCOUNT NO. : 072100000032

REFERENCE : 948948 4348748

AUTHORIZATION : Patricia Pizit

COST LIMIT : \$ 105.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -2 AM 10:42

ORDER DATE : September 2, 1998

ORDER TIME : 10:15 AM

ORDER NO. : 948948-005

CUSTOMER NO: 4348748

CUSTOMER: Ms. Laura Hopkins
Trammell Crow Residential
Suite 1200 Lock Box 128
717 North Harwood
Dallas, TX 75201

600002631746--5

FOREIGN FILINGS

NAME: FORT CLARKE LIMITED PARTNERSHIP

~~FILE SECOND~~

XXXX QUALIFICATION (TYPE: LP)

(C)

MK 9/2/98

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- XX (2) CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED
98 SEP -2 PM 1:25
DIVISION OF CORPORATIONS

MK 9/2/98

Florida Department of State, Sandra B. Mortham, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -2
AM 10:12

1. Fort Clarke Limited Partnership
(Name of limited partnership as it is in the home state)

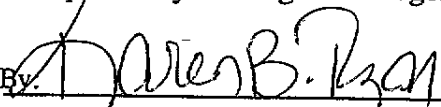
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.") 7

3. Texas 4. September 1, 1998
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.
By:  Karen B. Rozar, Asst. Sec.
(Agent must sign on this line) Corporation Service Company

8. 717 N. Harwood, Suite 1200, Lock Box 128, Dallas, TX 75201
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>TCR Fort Clarke Limited Partnership, sole general partner</u>	<u>717 N. Harwood, Suite 1200, Lock Box 128 Dallas, TX 75201</u>
_____	_____
_____	_____

10. 541 South Orlando Avenue, Suite 210, Maitland, FL 32751
(Office where Names, Addresses and contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 72 AM 10:42

12. 541 South Orlando Avenue, Suite 210, Maitland, FL 32751

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of September 1, 19 98

TCR Fort Clarke Limited Partnership; By: TCR Fort Clarke I, Inc., sole general partner

By: Laura Hopkins
Laura Hopkins General Partner
Assistant Secretary

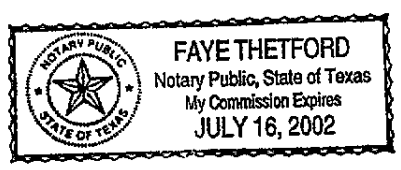
STATE OF TEXAS

COUNTY OF DALLAS

On this 1st day of September, 19 98, Laura Hopkins

personally appeared before me, who is personally known to me

whose identity I proved on the bases of _____



Faye Thetford
(Notary Public Signature)

Faye Thetford
(Notary Public Signature)

Seal

My Commission expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

RECEIVED
DIVISION OF STATE CORPORATIONS
SEP 2 10 42 AM '98

appeared Laura Hopkins, Assistant Secretary of TCR Fort
BEFORE ME the undersigned personally Clarke I, Inc., sole general partner of TCR Fort Clarke
Limited Partnership,
sole general partner of Fort Clarke Limited, a (an) Texas Limited partnership
Partnership
hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 99.00.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 99.00.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 1st day of September, 19 98.

TCR Fort Clarke Limited Partnership; By: TCR Fort Clarke I, Inc., sole general partner

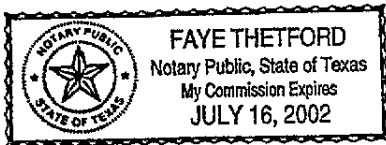
By: Laura Hopkins
Laura Hopkins General Partner
Assistant Secretary

STATE OF TEXAS
COUNTY OF DALLAS

On this 1st day of September, 19 98, Laura Hopkins

personally appeared before me, who is personally known to me

whose identity I proved on the bases of _____



Faye Thetford
(Notary Public Signature)

Faye Thetford
(Notary Public Signature)

Seal

My Commission Expires: _____