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T-593 P.01/04 Job-495
Page 1 of 1

Marvin A. Kirsner, Esq.
Greenberg Traurig, P.A.
2255 Glades Road, Suite 419A
Boca Raton, FL 33431
(561) 912-3230
Florida Bar #348163

Florida Department of State
Division of Corporations
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Account Number : 075201001473
Phone : (561) 650-7900
Fax Number : (561) 655-6222

Please fax to Beth Gdanski at Boca Office: FAX: (561) 994-8898

FOREIGN PROFIT QUALIFICATION

4011 Okeechobee Boulevard GP, Inc.

| | |
|-----------------------|----|
| Certificate of Status | 1 |
| Certified Copy | 1 |
| Page Count | 03 |

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. 4011 Okeechobee Boulevard GP, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Delaware (State or country under the law of which it is incorporated) 3. applied for (FEI number, if applicable)

4. January 19, 2000 (Date of incorporation) 5. perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification (Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 217.155, F.S.)

7. 30 Broad Street, 31st Floor
New York, New York 10004 (Current mailing address)

8. Real estate investment (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)
Name: Marvin A. Kirsner, Esq.
Office Address: Greenberg Traurig, P.A.
2255 Glades Road, Suite 419A
Boca Raton, Florida, 33431 (Zip code)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

10. Registered agent's acceptance:
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Hal Reiff

Address: 30 Broad Street, 31st Floor

New York, New York 10004

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Hal Reiff

Address: 30 Broad Street, 31st Floor

New York, New York 10004

Vice President: _____

Address: _____

Secretary: Hal Reiff

Address: 30 Broad Street, 31st Floor

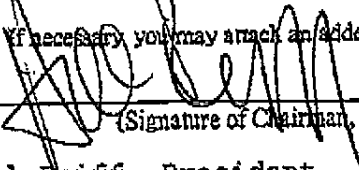
New York, New York 10004

Treasurer: Hal Reiff

Address: 30 Broad Street, 31st Floor

New York, New York 10004

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Hal Reiff, President _____
(Typed or printed name and capacity of person signing application)

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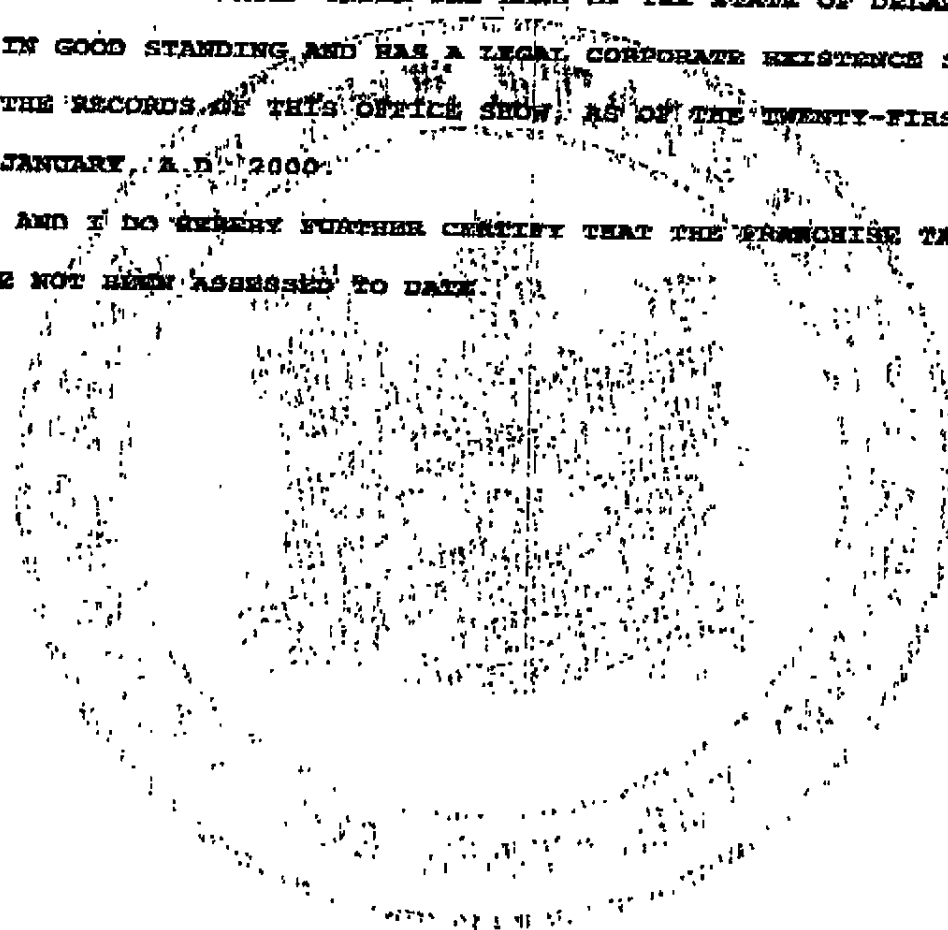
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "4011 ORRHOBBE BOULEVARD GP, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW AS OF THE TWENTY-FIRST DAY OF JANUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 1:00



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0211963

DATE: 01-21-00