

FOI000006217



ACCOUNT NO. : 072100000032

REFERENCE : 523349 4320998

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pruitt

ORDER DATE : November 30, 2001

ORDER TIME : 10:17 AM

ORDER NO. : 523349-005

CUSTOMER NO: 4320998

CUSTOMER: Mr. Joshua Jones
Latham & Watkins
701 B Street, Suite 2100
San Diego, CA 92101

RECEIVED
01 DEC -4 PM 12:31
DEPARTMENT OF STATE
BUREAU OF CONSULAR AFFAIRS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: PLC MILLENIA, INC.

①

400004704494--2

XXXX QUALIFICATION (TYPE: CO)

BK

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

FILED
01 DEC -4 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 4, 2001

JANNA WILSON
CSC
TALLAHASSEE, FL

SUBJECT: PLC MILLENIA, INC.
Ref. Number: W01000027574

We have received your document for PLC MILLENIA, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The Registered Agent MUST SIGN the statement in Item 10.

Please note that we have also not filed the AMENDMENT on MILLENIA PLAZA ASSOCIATES I LIMITED PARTNERSHIP, and that we are RETAINING that document as it can't be filed until you return this qualification for PLC MILLENIA, INC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Corporate Specialist

Letter Number: 601A00064093

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TALLAHASSEE, FLORIDA

RECEIVED
01 DEC -4 PM 4:48
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT
Please give original
submission date as file date.

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: PLC Millenia, Inc.
(Name of corporation - must include suffix)

01 DEC -4 AM 11:26
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Joshua B. Jones
(Name of Person)

Latham & Watkins
(Firm/Company)

701 B St., Suite 2100
(Address)

San Diego, CA 92101
(City/State and Zip code)

For further information concerning this matter, please call:

Karen Rose at (800) 222-2122
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

**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. PLC Millenia, 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 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 23, 2001 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 17140 Bernardo Center Drive, Suite 300; San Diego, CA 92128
(Principal office address)
- SAME AS ABOVE
(Current mailing address)
8. To acquire the interest of the general partner and serve as the general partner in Millenia Plaza Associates I Limited Partnership.
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip code)

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.

Corporation Service Company

(Registered agent's signature)

Deborah D. Skipper
Asst. V. Pres.

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.

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TALLAHASSEE
SECRETARY OF STATE
FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: SEE ATTACHED LIST OF OFFICERS & DIRECTORS.

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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TALLAHASSEE FLORIDA

B. OFFICERS

President: SEE ATTACHED LIST OF OFFICERS & DIRECTORS.

Address:

Vice President:

Address:

Secretary:

Address:

Treasurer:

Address:

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.

S. ERIC OTZEN S.V.P.

(Typed or printed name and capacity of person signing application)

**ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

LIST OF OFFICERS & DIRECTORS OF PLC MILLENIA, INC.

DIRECTORS

Graham R. Bullick, Ph.D.
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

James Y. Nakagawa
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

S. Eric Ottesen
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

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TALLAHASSEE, FLORIDA

OFFICERS

Graham R. Bullick, Ph.D.
President & Chief Executive Officer
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

John Visconsi
Vice President, Asst. Secretary
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

James Y. Nakagawa
Treasurer and Chief Financial Officer
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

S. Eric Ottesen
Secretary
17140 Bernardo Center Drive, Suite 300
San Diego, CA 92128

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PLC MILLENIA, 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 THIRTIETH DAY OF NOVEMBER, A.D. 2001.

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

FILED
01 DEC -4 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3417473 8300

AUTHENTICATION: 1474657

010609763

DATE: 11-30-01