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ACCOUNT NO. : 072100000032

REFERENCE : 138309 5124005

AUTHORIZATION : *Patricia Pizote*

COST LIMIT : \$ 70.00

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02 JAN 30 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 29, 2002

ORDER TIME : 9:50 AM

ORDER NO. : 138309-010

CUSTOMER NO: 5124005

CUSTOMER: Ms. Deborah Hokanson
Aimco
2000 South Colorado Blvd.
Tower Two, Suite 2-1000
Denver, CO 80222

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FOREIGN FILINGS

NAME: NHP REAL ESTATE CORPORATION

R

DK

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight

TALLAHASSEE, FLORIDA
DIVISION OF REVENUE
EXT# 1152
JAN 30 2002
EXAMINER

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA

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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. NHP REAL ESTATE CORPORATION

(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. 52-1516553

(FEI number, if applicable)

4. 2-17-87

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. June 10, 1987 / Withdrew voluntarily in error 10-12-01 (formerly Doc. #P14784)

(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. 2000 S. Colorado Blvd., Tower Two #2-1000, Denver, CO 80222

(Principal office address)

2000 S. Colorado Blvd., Tower Two #2-1000, Denver, CO 80222

(Current mailing address)

8. Real Estate Investment and Management

(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

Maurice Cullen

(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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B. OFFICERS

President: See attached officers/directors rider

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. _____

Miles Cortez, Executive Vice President and Secretary

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

NHP REAL ESTATE CORPORATION

BOARD OF DIRECTORS

Terry Considine, Chairman
Peter K Kompaniez, Vice Chairman

Address for all Officers and Directors

2000 S. Colorado Blvd., Tower Two #2-1000
Denver, CO 80222

OFFICERS

TITLE

Terry Considine	Chairman and Chief Executive Officer
Peter K. Kompaniez	President
Harry G. Alcock	Executive Vice President and Chief Investment Officer
Joel F. Bonder	Executive Vice President – Legal and Regulatory Affairs
Miles Cortez	Executive Vice President and General Counsel, and Secretary
Joseph DeTuno	Executive Vice President – Redevelopment
Patrick J. Foye	Executive Vice President
Lance J. Graber	Executive Vice President - Acquisitions
Paul J. McAuliffe	Executive Vice President and Chief Financial Officer
Ronald D. Monson	Executive Vice President – Head of Property Operations
Mari Akers	Senior Vice President – Human Resources
Patrizia Bailey	Senior Vice President – Asset Management
Patti K. Fielding	Senior Vice President – Finance
Patricia K. Heath	Senior Vice President and Treasurer
Martha J. Long	Senior Vice President – Accounting Service Centers
James Mathes	Senior Vice President – Property Operations
Leeann Morein	Senior Vice President – Buyers Access
Thomas C. Novosel	Senior Vice President – Chief Accounting Officer
David O'Leary	Senior Vice President – Buyers Access
Carl J. Ruff, Sr.	Senior Vice President – Property Operations
James Wallace	Senior Vice President - Tax
R. Scott Wesson	Senior Vice President – Chief Information Officer
Chad Asarch	Vice President – Assistant General Counsel, Assistant Secretary
Dora E. Chi	Vice President – Asset Management
David Evans	Vice President – Risk Management
Dianne Grubbs	Vice President - Payroll
Brad Hodack	Vice President – Redevelopment
Lou Lavaux	Vice President - Controller
Chris McKee	Vice President – Ancillary Services
Cheryl Raffanti	Vice President – ITS
Deborah C. Hokanson	Assistant Secretary
Lucy Cordova	Assistant Secretary
Leslie E. Green	Assistant Secretary
Andrea Henry	Assistant Secretary
Sonja J. Ostrom	Assistant Secretary
Robbie L. Smith	Assistant Secretary
Kim Widmeyer	Assistant Secretary
Pati Zamarripa	Assistant Secretary

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Delaware

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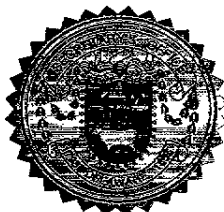
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NHP REAL ESTATE CORPORATION" 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-NINTH DAY OF JANUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NHP REAL ESTATE CORPORATION" WAS INCORPORATED ON THE SEVENTEENTH DAY OF FEBRUARY, A.D. 1987.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1584594

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DATE: 01-29-02