

F10000003614

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

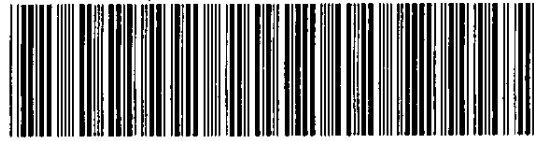
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



300183744363

08/09/10--01007--026 **1250.00

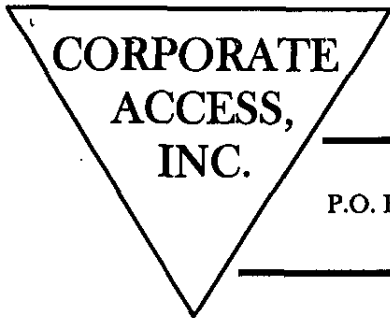
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10 AUG -9 AM 11:54

MRD
8/12

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10 AUG 11 PM 12:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA

216-37552



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WALK IN

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- CERTIFIED COPY
- PHOTOCOPY
- CUS
- FILING

Foreign Inc

1. Rockwood VII Beit, Inc.
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
4. _____
(CORPORATE NAME AND DOCUMENT #)
5. _____
(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 10, 2010

CORPORATE ACCESS, INC.

WALK-IN

SUBJECT: ROCKWOOD VII REIT, INC.
Ref. Number: W10000037552

*Resubmitting
8/10/10*

We have received your document for ROCKWOOD VII REIT, INC. and your check(s) totaling \$1250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap
Regulatory Specialist II

Letter Number: 410A00019176

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10 AUG 11 AM 11:39

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. ROCKWOOD VII REIT, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. MARYLAND

(State or country under the law of which it is incorporated)

3. _____

(FBI number, if applicable)

4. 06/02/2006

(Date of incorporation)

5. PERPETUAL

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

6. 2006

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 351 WEST CAMDEN STREET, BALTIMORE, MD 21201

(Principal office address)

2 EMBARCADERO CENTER, SUITE 2360, SAN FRANCISCO, CA 94111

(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 NOT acceptable)

Name: NATIONAL CORPORATE RESEARCH, LTD., INC.

Office Address: 515 EAST PARK AVENUE

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.


(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.

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10 AUG 11 PM 07
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TALLAHASSEE FLORIDA

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10 AUG 11 PM 12:07

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: EDMOND A. KAVOUNAS

Address: 2 EMBARCADERO CENTER, SUITE 2360
SAN FRANCISCO, CA 94111

Vice Chairman: PETER J. FALCO

Address: 2 EMBARCADERO CENTER SUITE 2360
SAN FRANCISCO, CA 94111

Director: ROBERT L. GRAY, JR

Address: 2 EMBARCADERO CENTER, SUITE 2360
SAN FRANCISCO, CA 94111

Director: JENNIFER A. LEVY

Address: 2 EMBARCADERO CENTER, SUITE 2360
SAN FRANCISCO, CA 94111

B. OFFICERS

President: EDMOND A. KAVOUNAS

Address: 2 EMBARCADERO CENTER, SUITE 2360
SAN FRANCISCO, CA 94111

Vice President: ROBERT L. GRAY, JR.

Address: 2 EMBARCADERO CENTER SUITE 2360
SAN FRANCISCO, CA 94111

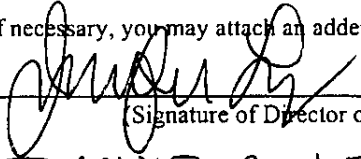
Secretary: PETER J. FALCO

Address: 2 EMBARCADERO CENTER, SUITE 2360, SAN FRANCISCO, CA
94111

Treasurer: JENNIFER A. LEVY

Address: 2 EMBARCADERO CENTER, SUITE 2360, SAN FRANCISCO, CA
94111

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. JENNIFER LEVY
(Typed or printed name and capacity of person signing application)

STATE OF MARYLAND
Department of Assessments and Taxation

FILED

10 AUG 11 PM 07

SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ROCKWOOD VII REIT, INC., INCORPORATED JUNE 02, 2006, IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS AUGUST 04, 2010.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone Balto. Metro (410) 767-1344 / Outside Balto. Metro (888) 246-5941 0006534016
MRS (Maryland Relay Service) (800) 735-2258 TT/Voice
Fax (410) 333-7097
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