Document Number Only F96000006615

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City State Zip Phone

500002031765--2
-12/17/96--01134--021
*****70.00 *****70.00

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CORPORATION(S) NAME

Liberty Real Estate Management, Inc.

(✓) Profit
() NonProfit
( ) Limited Liability Co.
(✓) Foreign
() Limited Partnership
() Reinstatement
() Certified Copy
() Call When Ready
(●) Walk In
() Mail Out

() Amendment
() Dissolution/Withdrawal
() Annual Report
() Reservation
() Photo Copies
() Call if Problem
() Will Wait

() Merger
() Mark
() Other
() Change of R.A.
( ) Fictitious Name Filing
() CUS
() After 4:30
(●) Pick Up

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

12/16/96

Anything you could do to get this in our box today is greatly appreciated - THANKS - Vera

CR2E031 (1-89)

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. LIBERTY REAL ESTATE MANAGEMENT, 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. 04-3096030
(FEI number, if applicable)

4. March 28, 1990
(Date of Incorporation)

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

6. None to date -- contingent upon filing and approval to transact
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)
business by the State of Florida

7. Riverside Office Park
13 Riverside Road
Weston, MA 02193
(Current mailing address)

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8. management of real estate property
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT CORPORATION SYSTEM

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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.

Patricia A. Canario
PATRICIA A. CANARIO, SPECIAL ASSISTANT SECRETARY
(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.

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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LIBERTY REAL ESTATE MANAGEMENT, INC.
(a Delaware corporation)

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

DIRECTORS

TITLE	NAME	BUSINESS ADDRESS
Chairman	Sabino Marinella	600 Atlantic Avenue Boston, MA 02210-2210
Vice Chairman	John M. McCarthy	Riverside Office Park 13 Riverside Road Weston, MA 02193
	John A. Benning	600 Atlantic Avenue Boston, MA 02210-2210

OFFICERS

TITLE	NAME	BUSINESS ADDRESS
President	Sabino Marinella	600 Atlantic Avenue Boston, MA 02210-2214
Vice President	John M. McCarthy	Riverside Office Park 13 Riverside Road Weston, MA 02193
Secretary	John A. Benning	600 Atlantic Avenue Boston, MA 02210-2214
Treasurer	Karen K. Lacoy	Riverside Office Park 13 Riverside Road Weston, MA 02193

LIBERTY REAL ESTATE MANAGEMENT, INC.

By: ______________________
John A. Benning, Secretary

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: See attached

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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

President: see attached

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

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

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LIBERTY REAL ESTATE MANAGEMENT, 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 TWELFTH DAY OF DECEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

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

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 8237815

DATE: 12-12-96