



THE UNITED STATES CORPORATION COMPANY

M00000000743

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION :

COST LIMIT :

Patricia Piguet

\$190.00

FILED
00 APR 14 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE :

4/14/00

300003209963--9

ORDER TIME :

ORDER NO. :

660773-15, 20, 25

CUSTOMER NO.:

FILING

NAME: Jefferson on the Imperial River LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPIES (2)
- PLAIN STAMPED COPY (1)
- CERTIFICATE OF GOOD STANDING (1)

CONTACT PERSON:

Tamara Odom

EXAMINER'S INITIALS:

NAME	Jefferson
AVAIL	4-17
DOCS	OK
EVAL	OK
FEES	OK
FILE	OK
INITIALS	OK
DATE	4-17

DEF. DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 APR 14 PM 3:57

RECEIVED

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Jefferson on the Imperial River LLC
(Name of foreign limited liability company)
2. Delaware 3. Applied For
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 12, 2000 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon the filing of this Application.
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 600 E. Las Colinas Blvd., 1800 Cigna Tower
Irving, Texas 75039
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

Jefferson on the Imperial River, L.P.
600 E. Las Colinas Blvd., 1800 Cigna Tower
Irving, Texas 75039

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 TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: acquire certain real property located in the City of Bonita Springs, Lee County, Florida and to transact lawful business for which limited liability companies may be organized.

JEFFERSON ON THE IMPERIAL RIVER, L.P.
 By: JPI Genpar Realty LLC
 By: Scott M. McLaughlin
 Signature of a member or an authorized representative of a member.
 (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
Scott M. McLaughlin
Vice President
 Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Jefferson on the Imperial River LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hay Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..



(Signature)
BRIAN COURTNEY, ASST. V.P.

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

CONSENT TO USE OF NAME

Jefferson on the Imperial River, L.P., a Delaware limited partnership, does hereby unconditionally and unequivocally authorize and consent to the corporate or partnership formation of and the use of Jefferson on the Imperial River LLC.

JEFFERSON ON THE IMPERIAL RIVER, L.P.,
a Delaware limited partnership

By: JPI Genpar Realty LLC, a Delaware limited liability company, its General Partner

By: *Scot McLaughlin*
Name: Scot M. McLaughlin
Title: Vice President

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TALLAHASSEE, FLORIDA

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 "JEFFERSON ON THE IMPERIAL RIVER LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF APRIL, A.D. 2000.

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



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

3211756 8300

AUTHENTICATION: 0378650

001188696

DATE: 04-13-00