Document Number Only

CT Corporation System 660 East Jefferson Street Tallahassee, FL 32301 Tel 850 222 1092 Fax 850 222 7615 Attn: Jeff Netherton

CORPORATION(S) NA	ME	-11/07/00 ****125.00	01089-016 ****125.00
Smith Property Holdings	Harbour House L.L.C.		
() Profit () Nonprofit	() Amendment	() Merger	
(x) Foreign	() Dissolution/Withdrawal () Reinstatement	() Mark	
() Limited Partnership (x) LLC	() Annual Report () Name Registration () Fictitious Name	() Other () Change of RA () UCC	
() Certified Copy	() Photocopies	() CUS	
() Call When Ready (x) Walk In () Mail Out	() Call If Problem () Will Wait	() After 4:30 (x) Pick Up	
NameAvailability	. 11/07/00	Order#:	APPROVELLAND FILED 00 NOV - 7 PM 12: 16 SECRETARY OF STATE ALLAHASSEE, FLORIDA
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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:

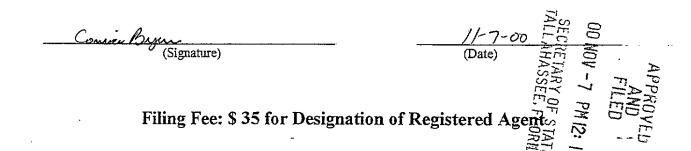
	Smith Property Holdings Harbour House L.L.C.	-	
1.	(Name of foreign limited liability company)	-	
	Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable)	··· · · · · · · · · · · · · · · · · ·	₩-
4.	October 26, 2000 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")		
6.	October 26, 2000 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)		
7.	2345 Crystal Drive, Crystal City Arlington, VA 22202 (Attention: Robert D. Zimet) (Street address of principal office)	•	
8.	If limited liability company is a manager-managed company, check here		
9.	The usual business addresses of the managing members or managers are as follows:		
		· · · · · · · · · · · · · · · · · · ·	
the). Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of receiption under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a inslation of the certificate under eath of the translator must be submitted.)	cords in	
11	Nature of business or purposes to be conducted or promoted in Florida: To engage in any Factor	100	-
	activity under the Florida statutes.	₹ 0	<u>></u>
	Signature of a member of 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.) Typed or printed name of signee	FILED FILED	Popper

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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

Smith Pro	perty Holdings Harbour House L.L.C.	
. The name and	address of the registered agent and office is:	
	c/o CT Corporation System	
	(Name)	
	1200 South Pine Island Road	
_	(P.O. Box or Mail Drop Box NOT ACCEPTABLE)	-
	Plantation, FL 33324	
	(City/State/Zip)	

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.



State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SMITH PROPERTY HOLDINGS HARBOUR HOUSE L.L.C." 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 SIXTH DAY OF NOVEMBER, A.D. 2000.

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0777501

2357800 8300

001558262

DATE: 11-06-00