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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

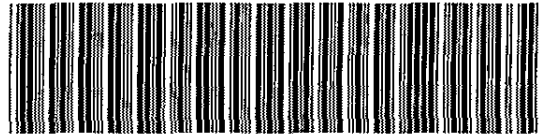
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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03 JAN 28 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BK



January 23, 2003

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

03 JAN 28 AM 9 38
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: 447 Fort Washington Equities LLC
Clinton Hill Equities LLC
Cooperative Equities IV LLC

To Whom It May Concern,

Enclosed please find the following in connection with the above referenced entities:

- Application By Foreign Limited Liability Company For Authorization To Transact Business in Florida; and
- A check in the amount of \$390.00 representing the filing and certified copy request fee.

Please forward a certified copy of such Application after processing to my attention at the address below.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Stacey P. Cohan'.

Stacey P. Cohan*

* Certified for Admission to the New York State Bar

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION 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:

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JUN 28 AM 9:39
OFFICE OF THE CLERK OF THE STATE
TALLAHASSEE, FLORIDA

1. 447 Fort Washington Equities LLC
(Name of foreign limited liability company)
2. New York
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. October 22, 2002
(Date of Organization)
5. 2052
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 22, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 55 Fifth Avenue, 15th Floor, New York, New York 10003
(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:

Francis Greenburger

c/o Time Equities, Inc.

55 Fifth Avenue, 15th Floor

New York, New York 10003

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: Real Estate

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.)

Stacey P. Cohan

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:

447 Fort Washington Equities LLC

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

NRAI Services, Inc.

(Name)

526 East Park Avenue

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

Tallahassee

FL 32301

(City/State/Zip)

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03 JAN 28 AM 9:39
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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.

Michael Donovan Asst. Secretary

(Signature)

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

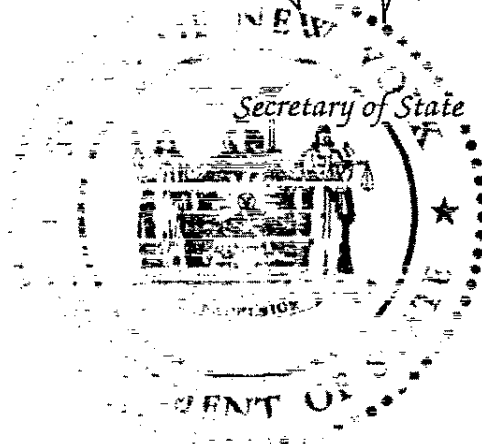
State of New York)
Department of State) ss:

I hereby certify, that 447 FORT WASHINGTON EQUITIES LLC a NEW YORK Limited Liability Company filed a Certificate of Conversion pursuant to the Limited Liability Company Law on 10/22/2002, and that the Limited Liability Company is subsisting so far as shown by the records of the Department.

Witness my hand and the official seal of the Department of State at the City of Albany, this 15th day of January two thousand and three.



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TALLAHASSEE-FLORIDA

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