

F 96000002205

Document Number Only

C "I" CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, Florida 32301
City State Zip Phone
904-222-1092
CORPORATION(S) NAME

500001815415
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*****70.00 *****70.00

IBIS / REC INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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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:

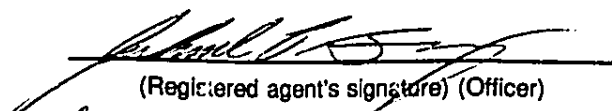
1. IBIS, REC INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. April 26, 1996
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 345 Park Avenue, 31st Floor, New York, NY 10154
(Current mailing address)
8. To act as a general partner of a limited partnership which will act as a real estate sales company for master-planned residential development in Florida.
(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:

Name: CT CORPORATION SYSTEM
Office Address: c/o CT Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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.

CT CORPORATION SYSTEM


(Registered agent's signature) (Officer)
RICHARD BOROVAY ASST. SECRETARY
(Type Name and Title of Officer)

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

A. DIRECTORS

Chairman:	Peter G. Peterson
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Vice Chairman:	
Address:	
Director:	Thomas J. Saylak
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Director:	Mark Galocgly
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154

B. OFFICERS

President:	Stephen A. Schwarzman
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Vice President:	Thomas J. Saylak
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Vice President:	Steven E. Orbach
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Secretary:	Kenneth C. Whitney
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154
Treasurer:	Thomas J. Saylak
Address:	345 Park Avenue, 31st Floor
	New York, NY 10154

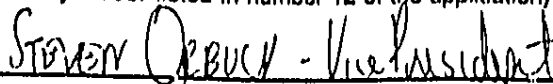
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



(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

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IBIS/REC 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 THIRTIETH DAY OF APRIL, A.D. 1996.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -2 PM 12:31



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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04-30-96