

CT CORPORATION

B02000000104

CORPORATION(S) NAME

0

2) WHSLA Real Estate Limited Partnership

900005170249--7
-03/27/02--01003-017
****140.00 ****140.00

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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

3/26/02

Order#: 5223075

Ref#: _____

Amount: \$

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

FILED
MAR 26 PM 3:17
TALLAHASSEE, FLORIDA

RECEIVED
02 MAR 26 PM 2:54
TALLAHASSEE, FLORIDA

Florida Department of State, Sandra B. Mortham, Secretary of State

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

FILED
MAR 26 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. WHSLA Real Estate Limited Partnership

(Name of limited partnership as it is in the home state)

2. _____

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. June 11, 1997

(Date of Formation)

5. C T Corporation System

(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road

(Street Address of Registered Office)

Plantation

(City)

Florida 33324

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

C T Corporation System

(Agent must sign on this line)

Patrick A. Nolan
Assistant Secretary

8. The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, City of Wilmington, County

of New Castle, Delaware 19801

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

WHSLA Gen-Par, Inc.

100 Crescent Court, Suite 1000, Dallas, TX 75201

FD200000001500

10. 100 Crescent Court, Suite 1000, Dallas, TX 75201

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 111 E. Wacker Drive, Suite 2400, Chicago, IL 60601

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 21st day of March, 2002.

WHS LA Gen-Par Inc.

By:

General Partner

Ronald L. Bernstein

STATE OF

New York

COUNTY OF

New York

On this 21st day of March, 2002

Ronald L. Bernstein

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of

Laura Cassino
(Notary Public Signature)

(Notary's Printed Name)

LAURA CASSINO
Notary Public, State of New York
No. 31-4977781
Qualified in New York County
Commission Expires February 21, 2003

Seal

My Commission Expires: _____

FILED
02 APR 26 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared WHSLA Gen-Par, Inc.
a general partner of WHSLA Real Estate Limited Partnership a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 24,543,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.00

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 21st day of March, 2002.

WHSLA Gen-Par, Inc.

By: _____

General Partner

Ronald L. Bernstein

STATE OF New York

COUNTY OF New York

On this 21st day of March, 19 2002,

Ronald L. Bernstein, personally appeared before me,

- ☒ who is personally known to me
☐ whose identity I proved on the basis of _____

Laura Cassino
(Notary Public Signature)

(Notary's Printed Name)

LAURA CASSINO
Notary Public, State of New York
No. 31-4977781
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