

02/21/2005 17:18 FAX

Division of Corporations

001
Page 1 of 1

BD5000000080

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H05000043566 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

LINDA A. SCARCELLI

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000
Fax Number : (407) 540-2699

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 FEB 21 AM 10:52

FILED

FOREIGN LIMITED PARTNERSHIP

CNL Dallas Market Center, L. P.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

DIVISION OF CORPORATIONS

05 FEB 21 PM 4:

RECEIVED

Electronic Filing Menu

Corporate Filing

Public Access System

JP-22-05

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

1. CNL Dallas Market Center, L.P.
(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 4. February 11, 2005
(State of Formation) (Date of Formation)

5. Linda A. Scarcelli
(Name of Registered Agent for Service of Process)

6. 450 So. Orange Avenue
(Street Address of Registered Office)

Orlando Florida 32801
(City) (Zip Code)

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


(Agent must sign on this line)

8. c/o Corporation Trust Center, 1209 Orange Street, Wilmington, DE 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
CNL Dallas Market Center GP, LLC	450 So. Orange Avenue
<u>MO4-4020</u>	Orlando, FL 32801

10. 450 So. Orange Avenue, Orlando, FL 32801
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

FILED
 05 FEB 21 AM 10:52
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

12. P. O. Box 4920, Orlando, FL 32802-4920

(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.

Signed this 21st day of February, 2005

By:

Charles A. Muller

Charles A. Muller, as Manager and COO

STATE OF FLORIDA of CNL Dallas Market Center GP, LLC, as General Partner

COUNTY OF ORANGE

On this _____ day of February, 2005

Charles A. Muller, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Linda A. Scarce
(Notary Public Signature)

(Notary's Printed Name)



Linda A. Scarce
My Commission 00134808
Expires April 26, 2007

RECEIVED
TALLAHASSEE, FLORIDA

05 FEB 21 AM 10:52

FILED

Seal

My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Charles A. Muller, Manager and COO of
CNL Dallas Market Center, GP, LLC as
general partner of CNL Dallas Market Center, L.P. 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 \$ 38,000,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 4950

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.

Signed this 21st day of February, 2005

By: Charles A. Muller
Charles A. Muller as Manager and COO
of CNL Dallas Market Center GP, LLC, as General Partner

STATE OF Florida

COUNTY OF Orange

On this _____ day of February, 2005

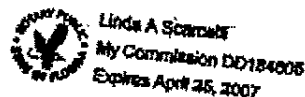
Charles A. Muller, personally appeared before me,

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

Linda A. Scarsella
(Notary Public Signature)

(Notary's Printed Name)

Seal My Commission Expires: _____



FILED
05 FEB 21 AM 10:52
TALLAHASSEE, FLORIDA