

Document Number Only

1396000000399

AT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name  
TALLAHASSEE, FL 32301

Address  
222-1092

City State Zip Phone

CORPORATION(S) NAME

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 15 PM 3:17

200001983762-1-2  
10/22/96 01071--005  
\*\*\*1785.00 \*\*\*1785.00

SOFI-IV Tampa Office Limited Partnership

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> Profit                         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger                 |
| <input type="checkbox"/> NonProfit                      |   |   |
| <input type="checkbox"/> Limited Liability Co.          |   |   |
| <input checked="" type="checkbox"/> Foreign             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark                   |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other                  |
| <input type="checkbox"/> Reinstatement                  | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of R.A.         |
|   |   | <input type="checkbox"/> Fictitious Name Filing |
| <input type="checkbox"/> Certified Copy                 | <input type="checkbox"/> Photo Copies           | <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
Acknowledgment
W.P. Verifier

CR2E031 (1-89)

10/15/96 R/M 10/15/96


TAX \_\_\_\_\_  
FILING \_\_\_\_\_ 17.50  
R. AGENT FEE \_\_\_\_\_ 35.00  
C. COPY \_\_\_\_\_  
TOTAL \_\_\_\_\_ 17.50  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_

RECEIVED  
96 OCT 15 PM 2:37  
DIVISION OF CORPORATIONS

Florida Department of State, Jim Smith, Secretary of State

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 15 PM 3:17

1. SOFI-IV TAMPA Office 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 4. October 7, 1996  
(State of Formation) (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, Florida 33324  
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.  
C T CORPORATION SYSTEM  
  
(Officer must sign on this line)  
Dwight A. Coots, Asst. Secy.  
(Type Name and Title of Officer)
8. c/o The Corporation Trust Company, 1209 Orange Street, Wilmington, DE 19801  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)
9. NAME OF GENERAL PARTNERS SPECIFIC ADDRESS  
SOFI-IV FLORIDA CORP. I, INC. c/o Starwood Capital Group, L.P., Three  
Pickwick Plaza, Suite 250, Greenwich, CT 06830
10. Three Pickwick Plaza, Suite 250, Greenwich, CT 06830  
(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 cancelled or withdrawn.
12. Three Pickwick Plaza, Suite 250, Greenwich, CT 06830  
(Mailing Address of Limited Partnership)

This 10th day of October, 1996.

SOFI-IV FLORIDA CORP. I, INC.  
General Partner

*[Signature]*  
FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
OCT 15 PM 3:17

STATE OF Connecticut

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 11 day of October, 1996, by SOFI-IV FLORIDA CORP. I, INC. (Name of General Partner) of SOFI-IV TAMPA Office Limited Partnership (Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

*[Signature]*  
Notary Public  
State of Connecticut at Large

(SEAL)

My Commission Expires:

*[Signature]*

Beth Van Nostrand  
Notary Public, State of Connecticut  
No. 105127  
My Commission Expires  
Feb. 28, 1999

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Jerome C. Silvey, as Senior VP of  
BEFORE ME, the undersigned, personally appeared SOFI IV a Florida Corp I, Inc., a  
general partner of SOFI-IV Tampa Office Limited Partnership,  
Delaware, limited partnership, hereinafter referred to as the "Partnership", who  
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 4,000,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allo-  
cated for the purposes of transacting business in Florida is \$ 4,000,000.00

This 11th day of October, 1996.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury I declare that I have read the foregoing and that the facts are true,  
to the best of my knowledge and belief.

General Partner  
SOFI IV Florida Corp. I, Inc.  
By: Jerome C. Silvey  
Jerome C. Silvey  
Senior VP

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 OCT 15 PM 3:17

STATE OF Connecticut  
COUNTY OF Fairfield  
DATE Oct. 11, 1996

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to  
take acknowledgments in and for the State and County set forth above, personally appeared  
Jerome C. Silvey (General Partner, known to me and know by me to  
be the person who executed the foregoing Affidavit of Capital Contributions, and he ack-  
nowledged to me and before me that he executed this Affidavit as General Partner of said  
partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the  
State and County aforesaid, this Eleventh day of October,  
1996.

Beth Van Nostrand  
Notary Public

Seal

State of Connecticut at Large  
My Commission Expires:  
2/28/99

Beth Van Nostrand  
Notary Public, State of Connecticut  
No. 105127  
My Commission Expires  
Feb. 28, 1999