



THE UNITED STATES  
CORPORATION  
COMPANY

B99000000185

ACCOUNT NO. : 072100000032

REFERENCE : 230736 4364753

AUTHORIZATION :

COST LIMIT : \$ 1785.00

*Patricia Pujols*

ORDER DATE : May 6, 1999

ORDER TIME : 3:43 PM

ORDER NO. : 230736-010

300002866323--2

CUSTOMER NO: 4364753

CUSTOMER: Joanne Mckenna, Legal Asst  
Dionne & Gass  
73 Tremont Street

Boston, MA 02108

FOREIGN FILINGS

NAME: EQUITY INDUSTRIAL LIMITED  
PARTNERSHIP II

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

*9*

*nk*  
*5/6/99*

RECEIVED  
99 MAY -6 PM 4:44

FILED  
99 MAY -6 PM 4:35  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

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DIVISION OF CORPORATIONS  
99 MAY -6 PM 4:35

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

1. Equity Industrial Limited Partnership II  
(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. Massachusetts 4. 4/26/99  
(State of Formation) (Date of Formation)
5. Corporation Service Company  
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street  
(Street Address of Registered Office)  
Tallahassee, Florida 32301  
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.  
By: Laura R. Dwyer  
(Agent must sign on this line)
8. 145 Rosemary Street, Suite E, Needham, MA 02494  
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS  
Equity Industrial II, Inc. 145 Rosemary Street, Needham, MA 02494  
F99000002359
10. 145 Rosemary Street, Needham, MA 02494  
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

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12. Equity Industrial Limited Partnership II145 Rosemary Street, Needham, MA 02494

(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 day of 3, May, 19 99

EQUITY INDUSTRIAL II, INC.By: Lewis Heafitz, Treasurer General PartnerSTATE OF MASSACHUSETTSCOUNTY OF SUFFOLK

On this 3rd day of May, 19 99, Lewis Heafitz

personally appeared before me,



who is personally known to me



whose identity I proved on the bases of \_\_\_\_\_

  
(Notary Public Signature)

(Notary Public Signature)

Seal

My Commission expires: 3/3/2004

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

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99 MAY 5 PM 4:35

BEFORE ME the undersigned personally Lewis Heafitz, Treasurer of Equity Industrial II, a general partner of Equity Industrial Limited Partnership II, a (an) Massachusetts Limited Partnership hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 750,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 323,000.

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 3rd day of May, 19 99

EQUITY INDUSTRIAL II, INC.

By: 

Lewis Heafitz, General Partner  
Treasurer

STATE OF MASSACHUSETTS

COUNTY OF SUFFOLK

On this 3rd day of May, 19 99, Lewis Heafitz

personally appeared before me,



who is personally known to me



whose identity I proved on the basis of \_\_\_\_\_

  
(Notary Public Signature)

(Notary Public Signature)

Seal

My Commission Expires: 3/3/2007