

Document Number

B990000000391

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

600003023926--7
-10/25/99--01100--013
***1785.00 ***1785.00

600003023926--7
-10/25/99--01100--014
*****8.75 *****8.75

CORPORATION(S) NAME

Koll Bren Fund VI, L.P.

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

(Handwritten scribbles and a circled 'G')

99 OCT 25 PM 5:14
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 25 PM 1:21
RECEIVED

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

10/25/99

FILE FIFTH

Handwritten: BK
10/25/99

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

1. KOLL BREN FUND VI, 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.")

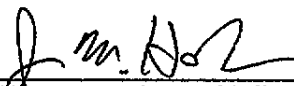
3. Delaware 4. June 15, 1999
(State of Formation) (Date of Formation)

5. CT Corporation System
(Name of Registered Agent for Service of Process)

6. 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:

 **James M. Halpin**
(Agent must sign on this line) **Assistant Secretary**

8. 4343 Von Karman Avenue

Newport Beach, California 92660
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>KBS Investors V</u>	<u>4343 Von Karman Avenue Newport Beach, California 92660</u>

GP 9900001119

10. 4343 Von Karman Avenue, Newport Beach, California 92660
(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

69 OCT 25 PM 5:14
REGISTRATION DIVISION
STATE OF FLORIDA

12. 4343 Von Karman Avenue

Newport Beach, California 92660

(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.

--REFER TO ATTACHED PAGE FOR SIGNATURES--

Signed this _____ day of _____, 19 _____

General Partner

STATE OF _____

COUNTY OF _____

On this _____ day of _____, 19 _____

_____ personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

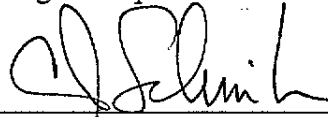
FILED
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
1999 OCT 25 PM 5:14

SIGNATURE PAGE
TO
APPLICATION FOR REGISTRATION

KOLL BREN FUND VI, L.P.

By: KBS Investors V, a Delaware
general partnership, general partner

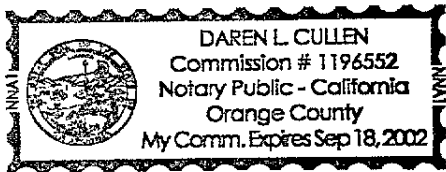
By: Schreiber Investments, LLC,
a general partner

By: 
Name: Charles J. Schreiber, Jr.
Title: Managing Member

FILED STATE
SECRETARY OF CORPORATIONS
99 OCT 25 PM 5:14

STATE OF CALIFORNIA
COUNTY OF ORANGE

On this 18th day of October, 1999, Charles J. Schreiber, Jr., personally appeared
before me, who is personally known to me.




(Notary Public Signature)

Daren L Cullen
(Notary's Printed Name)

[SEAL] My Commission Expires: 9/18/02

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Charles J. Schreiber, Jr., the Managing Member of Schreiber Investments, LLC, a general partner of KBS Investors V, the general partner of Koll Bren Fund VI, L.P.

hereinafter referred to as the "Partnership", who certifies as follows:

COMMISSIONER OF STATE CORPORATIONS
25 PM 5:14

- 1. The amount of capital contributions of the limited partners is \$ 145,000,000
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 15,000,000.

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. --REFER TO ATTACHED PAGE FOR SIGNATURES--

Signed this _____ day of _____, 19_____.

General Partner

STATE OF _____

COUNTY OF _____

On this _____ day of _____, 19_____.

_____, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

(Notary Public Signature)

(Notary's Printed Name)

Seal

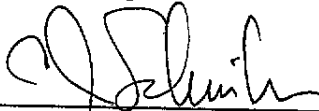
My Commission Expires:

SIGNATURE PAGE
TO
APPLICATION FOR REGISTRATION

KOLL BREN FUND VI, L.P.

By: KBS Investors V, a Delaware
general partnership, general partner

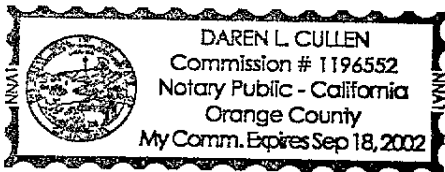
By: Schreiber Investments, LLC,
a general partner

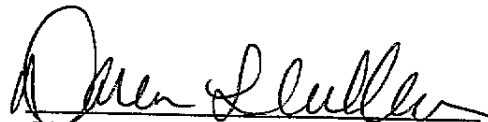
By: 
Name: Charles J. Schreiber, Jr.
Title: Managing Member

FILED
STATE
DIVISION OF CORPORATIONS
99 OCT 25 PM 5:14

STATE OF CALIFORNIA
COUNTY OF ORANGE

On this 18th day of September, 1999, Charles J. Schreiber, Jr., personally appeared
before me, who is personally known to me.




(Notary Public Signature)

Daren L Cullen
(Notary's Printed Name)

[SEAL] My Commission Expires: 9/18/02