

D01000000029



ACCOUNT NO. : 072100000032

REFERENCE : 375930 5152386

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 350.00

FILED
2001 NOV 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : November 9, 2001

ORDER TIME : 11:49 AM

ORDER NO. : 375930-010

CUSTOMER NO: 5152386

CUSTOMER: Ms. Maritza Cordero, Dept 982
Crestline Capital Corporation
6600 Rockledge Drive
Suite 600
Bethesda, MD 20817-1109

RECEIVED
NOV 13 AM 3:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN FILINGS

NAME: FS TENANT POOL II TRUST

900004675779--6

XXXX QUALIFICATION (TYPE: BST)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds -- EXT# 1133

EXAMINER:

JR
11/13/01

**AFFIDAVIT TO THE FLORIDA SECRETARY OF STATE
TO FILE OR QUALIFY**

FILED

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FS Tenant Pool II Trust

A MARYLAND BUSINESS TRUST

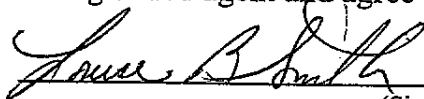
In accordance with Section 609.02 of the Florida Statutes, pertaining to
Common Law Declarations of Trust, the undersigned, the ~~Chairman of the~~ Trustee of
~~Board of Trustees of~~ FS Tenant Pool II Trust, a
(Name of Trust)

Maryland Business Trust hereby affirms in order to file or qualify
(State)

FS Tenant Pool II Trust, in the State of Florida.
(Name of Trust)

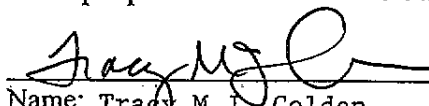
1. Two or more persons are named in the Trust.
2. The principal address is 6600 Rockledge Dr., Suite 600
Bethesda, MD 20817
3. The registered agent and street address in the State of Florida is:
The Prentice Hall Corporation System, Inc 1201 Hays Street, Tallahassee, FL 32301

4. Acceptance by the registered agent: Having been named as registered agent to accept service of process for the above named Declaration of Trust at the place designated in this affidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.




(Signature of Registered Agent)

5. I certify that the attached is a true and correct copy of the ~~Declaration~~ ^{Certificate} of Trust under which the association proposes to conduct its business in Florida.



Name: Tracy M.J. Colden
~~Chairman of the Board of Trustees~~ Trustee

NOTARY



Filing Fee: \$350.00
Certified Copy: \$ 8.75 (optional)

CR2E063(3/00)

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FS TENANT POOL II TRUST

2001 OCT 30 11:51 AM SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF TRUST

THIS IS TO CERTIFY THAT:

FIRST: The undersigned trustees do hereby form a business trust pursuant to the laws of the State of Maryland.

SECOND: The name of the business trust (the "Trust") is:

FS Tenant Pool II Trust

THIRD: The address of the Trust's principal office in the State of Maryland is 6600 Rockledge Drive, Suite 600, Bethesda, Maryland 20817.

FOURTH: The name and business address of the Trust's resident agent are The Prentice-Hall Corporation System, Maryland, 11 East Chase Street, Baltimore, Maryland 21202.

The undersigned, being all of the trustees of the Trust, acknowledge under the penalties of perjury, that to the best of their knowledge and belief, the facts stated herein are true.

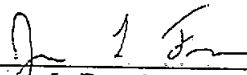
[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

STATE OF MARYLAND
DEPT OF ASSESSMENTS AND TAXATION
CUST ID:000074512
WORK ORDER:0000012079
DATE:10-30-2001 11:41 AM
AMT. PAID:\$155.00

OCT. 29. 2001 11:51AM CORP SERVICES CO

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the 4
page document on file in this office. DATED: October 30, 2001
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: Jacqueline C. James, Clerk
This stamp replaces our previous certification stamp. Effective 8/15

IN WITNESS WHEREOF, the undersigned trustees have signed this Certificate
of Trust this ____ day of October, 2001.


James L. Francis


Tracy M. J. Colden

10:45

CSC-WDC

TEL: 2024083140

P. 002

I hereby consent to my designation in this document as resident agent for this corporation.

PRENTICE-HALL CORPORATION, SYSTEM MARYLAND

Signed by: Frederick K. Collins
Resident Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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