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ACCOUNT NO. : 072100000032

REFERENCE : 500186 4305026

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 358.75

FILED
2001 DEC -7 PM 1:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : November 29, 2001

ORDER TIME : 10:36 AM

ORDER NO. : 500186-025

CUSTOMER NO: 4305026

900004714189--1

CUSTOMER: Rochelle Terranova, Legal Asst
Sullivan & Worcester LLP
One Post Office Square
23rd Fl
Boston, MA 02109

FOREIGN FILINGS

NAME: FS TENANT POOL IV TRUST

RECEIVED
01 DEC -7 AM 11:25
TALLAHASSEE FLORIDA
DIVISION OF CORPORATE REGS
SECRETARY OF STATE

XXXX QUALIFICATION (TYPE: BST)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER:

g
12/7/01

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

FILED

FS Tenant Pool IV Trust

2001 DEC -7 PM 1:19

A Maryland Business **TRUST**

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In accordance with Section 609.02 of the Florida Statutes, pertaining to
Common Law Declarations of Trust, the undersigned, the Chairman of the
Board of Trustees of FS Tenant Pool IV Trust, a

(Name of Trust)

Maryland Business Trust hereby affirms in order to file or qualify

(State)

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

1. Two or more persons are named in the Trust.
2. The principal address is 400 Centre St., Newton, MA 02458
3. The registered agent and street address in the State of Florida is:
Corporation Service Company
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.

Lance Smith

(Signature of Registered Agent)

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

NOTARY

Barry M. Portnoy
Name: Barry M. Portnoy
~~Chairman of the Board of Trustees~~

ROCHELLE M. TERRANOVA
NOTARY PUBLIC
COMMONWEALTH OF MASS.
COMMISSION EXPIRES OCT. 7, 2005

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

Rochelle Terranova

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FS TENANT POOL IV TRUST

CERTIFICATE OF TRUST

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 IV Trust

THIRD: The address of the Trust's principal office in the State of Maryland is c/o Ballard Spahr Andrews & Ingersoll, LLP, 300 East Lombard Street, Baltimore, Maryland 21202, Attention: James J. Hanks, Jr.


FOURTH: The name and business address of the Trust's resident agent are James J. Hanks, Jr., c/o Ballard Spahr Andrews & Ingersoll, LLP, 300 East Lombard 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.

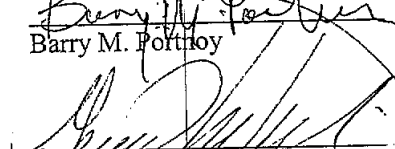
[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

STATE OF FLORIDA	
I hereby certify that this is a true and correct copy of the page document on file in the office of the Secretary of State.	
BY: <u>Ann Custis</u>	<u>10/30/01</u> 4
This stamp replaces our previous system. Effective: 6/95	

IN WITNESS WHEREOF, the undersigned trustees have signed this Certificate
of Trust this 30th day of October, 2001.



Barry M. Portnoy



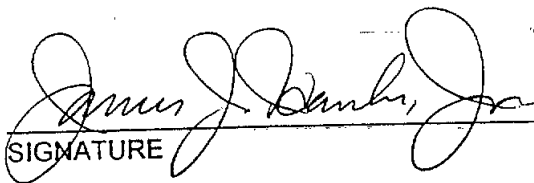
Gerard M. Martin

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

I HEREBY CONSENT TO ACT AS RESIDENT AGENT IN MARYLAND FOR
THE ENTITY NAMED IN THE ATTACHED INSTRUMENT.


SIGNATURE

James J. Hanks, Jr.

PRINT NAME