



D02000000007

APPROVED
FILED
02 FEB 19 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 372673 4305026

AUTHORIZATION *Patricia Pigjito*

COST LIMIT : \$ 350.00

ORDER DATE : February 14, 2002

ORDER TIME : 10:45 AM

ORDER NO. : 372673-010

CUSTOMER NO: 4305026

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

RECEIVED
02 FEB 19 PM 1:01
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

800004955148--6

NAME: FSQ THE PALMS AT FORT MYERS
BUSINESS TRUST

XXXX QUALIFICATION (TYPE: BST)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

OK U

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

W02-4857
J. BRYAN FEB 19 2002

J. BRYAN FEB 22 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 19, 2002

CSC

SUBJECT: FSQ THE PALMS AT FORT MYERS BUSINESS TRUST
Ref. Number: W02000004857

RESUBMIT
Please give original
submission date as file date.

APPROVED
AND
FILED
02 FEB 19 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 FEB 21 PM 4:32
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for FSQ THE PALMS AT FORT MYERS BUSINESS TRUST and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Must submit a copy of the declaration of trust. The certificate you submitted is not needed and the name is different than the one you are filing.,

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 702A00010340

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

FSQ The Palms at Fort Myers Business 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
Board of Trustees of FSQ The Palms at Fort Myers Business Trust, a
(Name of Trust)

Maryland Business Trust hereby affirms in order to file or qualify
(State)
FSQ The Palms at Fort Myers Business 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 Street, Newton, MA 02458

3. The registered agent and street address in the State of Florida are:
Corporatin Service Company
1201 Hays Street
Tallahasee, Florida 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.

Deborah D. Skipper **Deborah D. Skipper**
(Signature of Registered Agent) **Asst. V. Pres.**

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 D. Patton
Name: **Trustee**
~~Chairman of the Board of Trustees~~

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

AFT
ANNEX
FILED
02 FEB 19 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JS

FSQ THE PALMS AT FORT MYERS BUSINESS TRUST

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:

FSQ The Palms at Fort Myers Business 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 21201, Attention: James J. Hanks, Jr.

FOURTH: The name and business address of the Trust's resident agent are James J. Hanks, c/o Ballard Spahr Andrews & Ingersoll, LLP, 300 East Lombard Street, Baltimore, Maryland 21201.

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

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

APPROVED
AND
FILED

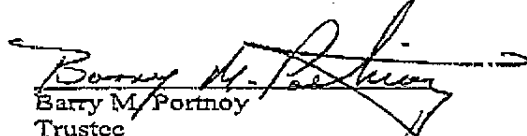
02 FEB 19 AM 9:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 FEB -5 P 2:30

BY: <i>Ann Curtis</i> 2/6/02 4

IN WITNESS WHEREOF, the undersigned trustees have signed this Certificate of Trust this 5th day of February, 2002.


Barry M. Portnoy
Trustee


Gerard M. Martin
Trustee

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

James J. Wanks, Jr.
SIGNATURE

James J. Wanks, Jr.
PRINT NAME

CORPORATE CHARTER APPROVAL SHEET

**** EXPEDITED SERVICE ****

**** KEEP WITH DOCUMENT ****

DOCUMENT CODE 000 BUSINESS CODE _____

Close _____ Stock _____ Nonstock _____

P.A. _____ Religious _____

Merging (Transferor) _____

Surviving (Transferee) _____

Affix Barcode Label Here

Affix Text Label Here

New Name _____

FEES REMITTED

Base Fee: 50
 Org. & Cap. Fee: _____
 Expedite Fee: 119
 Penalty: _____
 State Recordation Tax: _____
 State Transfer Tax: _____
 Certified Copies: 3
 Certificates: 3
 Copy Fee: 20
 Certificate of Status Fee: 18
 Personal Property Filings: _____
 Other: _____

TOTAL FEES: 207

- _____ Change of Name
- _____ Change of Principal Office
- _____ Change of Resident Agent
- _____ Change of Resident Agent Address
- _____ Resignation of Resident Agent
- _____ Designation of Resident Agent and Resident Agent's Address
- _____ Change of Business Code
- _____ Adoption of Assumed Name
- _____ Other Change(s)

Credit Card _____ Check Cash _____

Code 193

Documents Checks

Attention: ABC

Approved By: [Signature]

Mail to Address: _____

Inspected By: _____

COMMENT(S): _____

Stamp Work Order and Customer Number HERE

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

02 FEB 19 AM 9:54

APPROVED AND FILED
 CORP SERVICES