8000000024 **CORPORATION**

ACCOUNT NO. : 072100000032

REFERENCE :

798857

AUTHORIZATION :

COST LIMIT : \$ 350.00

ORDER DATE: April 28, 1998

ORDER TIME : 10:51 AM

ORDER NO. : 798857-005

CUSTOMER NO: 4300043

CUSTOMER: Mr. Vito Piacente

Proskauer Rose Llp

1585 Broadway 19th Floor

New York, NY 10036-8299

500002505725--3

FOREIGN FILINGS

NAME: ACREM I BUSINESS TRUST

XXXX QUALIFICATION (TYPE: BST)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder



	90 A
	AFFIDAVIT TO THE SECRETARY OF STATE OF FLORIDAT SECRETARY OF STATE O
	ACREM I Business Trust
,	A Delaware TRUST
L"SI AA	ccordance with Section 609.02 of the Florida Statutes, pertaining to Commor Declarations of Trust, the undersigned, the Chairman of the Board of Trustees ${ t ACREM\ I\ Business\ Trust}$
	(Name of Trust)
a	Delaware Trust hereby affirms in order to file or qualify
_	(State)
A	CREM I Business Trust . In the State of Florida.
	(Name of Trust)
	$m{\cdot}$
1.	Two or more persons are named in the Trust.
	Attn: Corporate Trust Administration
•	The principal address isc/o Wilmington Trust Company
	1100 North Market Street, Wilmington, DE 19890
	The registered agent and office in the State of Florida is:
	Corporation Service Company,
	1201 Hays Street, Tallahassee, FL 32301
1.	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 effidavit, I hereby accept the appointment as registered agent and agree to act in this capacity.
/	Karen B. Rozar, As Its Agent
	(Signature of Registered Agent)
	•
•	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.
	Mw
	Name: Wilmington Trust Company-Trustee
	wilmington itust company-rruste

Subscribed and sworn to before me on the 27th day of April, 1998, in witness whereof I hereunto subscribe my name

and attach the seal of my officeRANCELLAH. ASHBY

NOTARY

Notary Public, State of New York No. 01AS5053925 Qualified in New York County Commission Explres Jan. 2, 2000

State of Delaware Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF BUSINESS TRUST REGISTRATION OF "ACREM
I BUSINESS TRUST", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY
OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

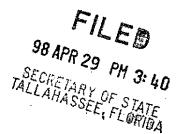
AUTHENTICATION: 9049585

DATE: 04-28-98

2883886 8100

981160435

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 04/22/1998 981153072 - 2883886



CERTIFICATE OF TRUST

OF

ACREM I Business Trust

This Certificate of Trust of ACREM I Business Trust (the "Trust"), is being duly executed and filed by Wilmington Trust Company, a Delaware banking corporation, and William J. Wade, as trustees, to form a business trust under the Delaware Business Trust Act (12 Del. C. §3801 et sea.).

- 1. Name. The name of the business trust formed hereby is ACREM I Business Trust.
- 2. Delaware Trustee. The name and business address of the trustees of the Trust in the State of Delaware is Wilmington Trust Company, 1100 North Market Street, Wilmington, Delaware 19890, Attention: Corporate Trust Administration.
 - Effective Date. This Certificate of Trust shall be effective upon filing. 3,

IN WITNESS WHEREOF, the undersigned, being the trustees of the Trust, have executed this Certificate of Trust.

WILMINGTON TRUST COMPANY

MJ. WADE

By. Name:

Debra Eberly Title: Administrative Account Manager