



THE UNITED STATES  
CORPORATION  
COMPANY

# F000000000924

ACCOUNT NO. : 072100000032

REFERENCE : 592424 4814293

AUTHORIZATION :

*Patricia Pizito*

COST LIMIT : \$ 70.000

ORDER DATE : February 17, 2000

ORDER TIME : 9:43 AM

ORDER NO. : 592424-005

CUSTOMER NO: 4814293

900003140169--9

CUSTOMER: Gina Legault, Paralegal  
Dechert Price & Rhoads  
30 Rockefeller Plaza  
22nd. Floor  
New York, NY 10112

FOREIGN FILINGS

6

NAME: HL JACKSONVILLE G.P., INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED  
00 FEB 18 PM 3:07  
DIVISION OF STATE  
CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED  
00 FEB 18 PM 4:35  
DIVISION OF STATE  
CORPORATIONS

*Handwritten signature and date 2/18/00*

## TRANSMITTAL LETTER

To: Qualification/Tax Lien Section  
Division of Corporations

SUBJECT: HL JACKSONVILLE G.P., INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

GINA LEGAULT

(Name of Person)

DECHERT PRICE & RHOADS

(Firm/Company)

30 ROCKEFELLER CENTER

(Address)

NEW YORK, NY 10112

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

GINA LEGAULT

(Name of Person)

at ( 212 ) 698-3554

(Area Code & Daytime Telephone Number)

## STREET ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

## MAILING ADDRESS:

Qualification/Tax Lien Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &  
Certificate of Status

☐ \$78.75 Filing Fee &  
Certified Copy

☐ \$87.50 Filing Fee,  
Certificate of Status &  
Certified Copy

RECEIVED STATE  
DIVISION OF CORPORATIONS  
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DIVISION OF CORPORATIONS  
00 FEB 18 PM 4:35

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO  
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. HL JACKSONVILLE G.P., INC.  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. DELAWARE 3. 134090321  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. DECEMBER 1, 1999 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon filing  
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. C/O REAL ESTATE CAPITAL PARTNERS LIMITED PARTNERSHIP  
1185 AVENUE OF THE AMERICAS, NEW YORK, NY 10036-2601  
(Current mailing address)
8. Real estate transactions  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Corporation Service Company  
Office Address: 1201 Hays Street  
Tallahassee, Florida, 32301  
(Zip code)

### 10. Registered agent's acceptance:

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Corporation Service Company  
By: Jana P. [Signature]  
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box **NOT** acceptable)

RECEIVED  
CIVILIAN COOPERATIONS  
00 FEB 18 PM 4:35**A. DIRECTORS (Street address only - P.O. Box NOT acceptable)**Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS (Street address only - P.O. Box NOT acceptable)**President: See attached officers/directors rider

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

**NOTE:** If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert L. Kinney, President

(Typed or printed name and capacity of person signing application)

NEW YORK STATE  
DIVISION OF CORPORATIONS  
00 FEB 18 PM 4:35

## OFFICERS/ DIRECTORS RIDER

<u>Name</u>	<u>Office</u>	<u>Address</u>
Robert L. Kinney	President	1185 Avenue of the Americas New York, New York 10036
Karin E. Shewer	Vice President	1185 Avenue of the Americas New York, New York 10036
Martin D. Sass	Chairman	1185 Avenue of the Americas New York, New York 10036
Hugh R. Lamle	Vice President	1185 Avenue of the Americas New York, New York 10036
Robert McGee	Vice President	1185 Avenue of the Americas New York, New York 10036
Martin E. Winter	Vice President and Treasurer	1185 Avenue of the Americas New York, New York 10036
Fred M. Stone	Secretary	1185 Avenue of the Americas New York, New York 10036

State of Delaware

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HL JACKSONVILLE G.P., INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
00 FEB 18 PM 4:35



*Edward J. Freel*

Edward J. Freel, Secretary of State

3133923 8300

AUTHENTICATION:

0253858

001071145

DATE:

02-11-00