



# F00000003357

ACCOUNT NO. : 072100000032

REFERENCE : 727659 4807937

AUTHORIZATION : *Patricia Pajaro*

COST LIMIT : \$ 70.00

ORDER DATE : June 12, 2000

ORDER TIME : 11:11 AM

ORDER NO. : 727659-005

600003286886--5

CUSTOMER NO: 4807937

CUSTOMER: Ms. Holli Salazar  
Trizechahn Centers Inc.  
Suite 700  
4350 La Jolla Village Drive  
San Diego, CA 92122-1233

FOREIGN FILINGS

NAME: TRIZECHAHN DEVELOPMENT  
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

*mk*  
*4/13*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
RECEIVED  
JUN 13 PM 3:46  
JUN 13 PM 12:14  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUN 13 PM 3:46

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

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

FILED  
SECRETARY OF CORPORATIONS  
JUN 18 PM 3:46

1. TrizecHahn Development Corporation

(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

(State or country under the law of which it is incorporated)

3. 33-0801009

(FEI number, if applicable)

4. April 13, 1998

(Date of incorporation)

5. perpetual

(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. 4350 La Jolla Village Drive, Suite 700

San Diego, CA 92122-1233

(Current mailing address)

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized to do business under the General

8. Corporation Law of the state of Delaware and permitted under the Florida Business Corporation Act

(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: The Prentice-Hall Corporation Service, Inc.

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.*

The Prentice-Hall Corporation Service, Inc.

By: [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)

**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. Holli G. Salazar  
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Holli G. Salazar, Secretary  
Vice President and

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

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CLERK OF STATE  
DIVISION OF CORPORATIONS  
100 JUN 13 PM 3:46

**RIDER**

**TrizecHahn Development Corporation**  
(DE domestic)

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DIVISION OF CORPORATIONS  
00 JUN 13 PM 3:46

**OFFICERS  
NAME/TITLE**

**BUSINESS  
ADDRESS**

Lee H. Wagman  
President

6834 Hollywood Blvd., Suite 402  
Hollywood, CA 90028

Andrew A.L. Blair  
Executive Vice President and Chief Operating Officer

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

John P. Bousquet  
Senior Vice President, Design & Construction

6834 Hollywood Blvd., Suite 500  
Hollywood, CA 90028

Colin J. Chapin  
Senior Vice President

BCE Place  
181 Bay Street, Suite 3900  
Toronto, Ontario M5J 2T3  
Canada

Alberta Davidson  
Senior Vice President, Corporate Marketing

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Wayne Finley  
Senior Vice President and Director of Development

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Richard A. Froese, Jr.  
Senior Vice President

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Wendy M. Godoy  
Senior Vice President and Chief Financial Officer

4350 La Jolla Village Dr., Suite 700  
La Jolla, CA 92122

Douglas L. Hageman  
Senior Vice President and General Counsel  
and Assistant Secretary

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

David L. Malmuth  
Senior Vice President

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122-1233

Terri Powers  
Senior Vice President, Leasing and Merchandising

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Carol A. Sivek  
Senior Vice President, Specialty Leasing

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Robert L. Sorensen  
Senior Vice President

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

**OFFICERS  
NAME/TITLE (continued)**

**BUSINESS  
ADDRESS**

**RIDER**

**TrizecHahn Development Corporation**  
(DE domestic)

Gregory C. Bowen  
Vice President, Finance and Treasurer

Kenneth M. Gillett  
Vice President, Property Management

Richard C. Goldman  
Vice President, Tenant Services

John M. Illes  
Vice President, Strategic Design

Holly A. Liberatore  
Vice President, Lease Documentation

Holli G. Salazar  
Vice President and Secretary

Kurt Sullivan  
Vice President, Management Resources

Raymond E. Walton  
Vice President, Leasing Management

Michel E. Gallagher  
Assistant Secretary

Michael E. Gleason, Jr.  
Assistant Secretary

Joseph L. Gorsky  
Assistant Secretary

Nancy J. Wilk  
Assistant Secretary

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4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

BCE Place  
181 Bay Street, Suite 3900  
Toronto, Ontario M5J 2T3  
Canada

7320 Smoke Ranch, Suite C  
Las Vegas, NV 89128

1701 Route 22 West  
Bridgewater, NJ 08807

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

**DIRECTORS**  
**NAME**

**BUSINESS**  
**ADDRESS**

**RIDER**

**TrizecHahn Development Corporation**

(DE domestic)

Lee H. Wagman

6834 Hollywood Blvd., Suite 402  
Hollywood, CA 90028

Andrew A.L. Blair

4350 La Jolla Village Dr., Suite 700  
San Diego, CA 92122

Robin A. Campbell

BCE Place  
181 Bay Street, Suite 3900  
Toronto, Ontario M5J 2T3  
Canada

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DIVISION OF CORPORATIONS  
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*State of Delaware*  
*Office of the Secretary of State*

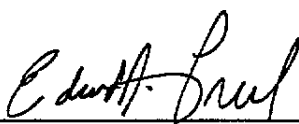
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUN 13 PM 3:46

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF  
DELAWARE, DO HEREBY CERTIFY "TRIZECHAHN DEVELOPMENT CORPORATION"  
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 TWELFTH DAY OF  
JUNE, A.D. 2000.



  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0491840  
DATE: 06-12-00