



THE UNITED STATES
CORPORATION
COMPANY

F00000066610

ACCOUNT NO. : 072100000032

REFERENCE : 910026 4307146

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia P. Pitt

ORDER DATE : November 27, 2000

ORDER TIME : 11:0 AM

ORDER NO. : 910026-005

7000003479967--9

CUSTOMER NO: 4307146

CUSTOMER: Ms. Elsbeth Schmidt
Mayer, Brown & Platt
350 S. Grand Avenue
25th Floor
Los Angeles, CA 90071

FOREIGN FILINGS

(6)

NAME: S.W. 80TH TERRACE ASSOCIATES,
INC.

FILED
00 NOV 29 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson -- EXT# 1155

EXAMINER: _____

RECEIVED
00 NOV 29 PM 1:45
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5/11/30

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: S.W. 80TH TERRACE ASSOCIATES, 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:

Boise A. Ding, Esq.
(Name of Person)

Mayer, Brown & Platt
(Firm/Company)

350 South Grand Avenue, 25th Floor
(Address)

Los Angeles, CA 90071
(City/State and Zip code)

For further information concerning this matter, please call:

Elsbeth Schmidt at (213) 229-5127
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$70.00 Filing Fee | <input type="checkbox"/> \$78.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$78.75 Filing Fee &
Certified Copy | <input checked="" type="checkbox"/> \$87.50 Filing Fee,
Certificate of Status &
Certified Copy |
|---|--|---|--|

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TALLAHASSEE, FLORIDA

**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. S.W. 80TH TERRACE ASSOCIATES, 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

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

3. 95-4831321

(FEI number, if applicable)

4. November 22, 2000

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 360 East 2nd Street, Suite 600, Los Angeles, California 90012

(Principal office address)

360 East 2nd Street, Suite 600, Los Angeles, California 90012

(Current mailing address)

To acquire, sell and hold title to the real property located in the City of Plantation, County of Broward, State of Florida (the "Property"), and to collect the income therefrom, remitting the entire amount of such income, less expenses, to its shareholders in accordance with section 501(c)(25) of the Internal Revenue Code of 1986 (as amended,

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
the "Code"), and the regulations promulgated thereunder.

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

(City)

(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

BRIAN COURTNEY, ASST. VP.
(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 business addresses of officers and/or directors:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

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. _____

Tom Lopez, Vice President and Secretary

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Officers and Directors
RIDER

S.W. 80th Terrace Associates, Inc.

DIRECTORS:

Tom Lopez
360 East 2nd Street, Suite 600
Los Angeles, California 90012

Gary Mattingly
360 East 2nd Street, Suite 600
Los Angeles, California 90012

Stephen Ballweber
360 East 2nd Street, Suite 600
Los Angeles, California 90012

OFFICERS:

Gary Mattingly
Tom Lopez
Stephen Ballweber

OFFICE(S):

President
Vice President and Secretary
Vice President and Chief Financial Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "S.W. 80TH TERRACE ASSOCIATES, 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 TWENTY-SECOND DAY OF NOVEMBER, A.D. 2000.

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

FILED
NOV 29 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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

AUTHENTICATION: 0810460

DATE: 11-22-00

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