



THE UNITED STATES  
CORPORATION  
COMPANY

# F01000000090

ACCOUNT NO. : 072100000032

REFERENCE : 954523 4304394

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pigute*

ORDER DATE : January 4, 2001

ORDER TIME : 10:23 AM

ORDER NO. : 954523-010

CUSTOMER NO: 4304394

400003527954--2

CUSTOMER: Mr. Darryl Spivey  
Mayer, Brown & Platt  
190 South La Salle St.  
39th Floor  
Chicago, IL 60603

*B*

FOREIGN FILINGS

NAME: ARCHSTONE MANAGEMENT SERVICES  
INCORPORATED

FILED  
01 JAN - 8 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: *John H. Heston* EXT# 1115

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

EXAMINER:

01 JAN - 8 PM 1:37

RECEIVED

*h*  
*1/1*

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

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1. ARCHSTONE MANAGEMENT SERVICES INCORPORATED  
(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. 74-2961026  
(FEI number, if applicable)
4. June 15, 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. 7670 S. Chester Street, Suite 100, Englewood, Colorado 80112  
(Principal office address)  
7630 S. Chester Street, Suite 190, Englewood, Colorado 80112  
(Current mailing address)
8. Management of multifamily residential properties.  
(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  
(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.*

Laura R. Dunlap  
as its agent

Corporation Service Company

Laura R. Dunlap  
(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: \_\_\_\_\_

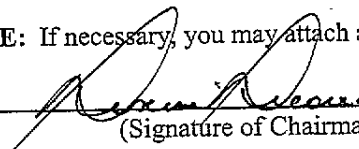
Secretary: \_\_\_\_\_

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. DENISE DECOVIC, ASSISTANT SECRETARY  
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

**DIRECTORS AND OFFICERS OF  
ARCHSTONE MANAGEMENT SERVICES INCORPORATED**  
as of  
January 4, 2001

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TALLAHASSEE, FLORIDA

**Directors**

<u>Name</u>	<u>Address</u>
R. Scot Sellers	7670 S. Chester St., Suite 100, Englewood, CO 80112

**Officers**

<u>Name</u>	<u>Office</u>	<u>Address</u>
R. Scot Sellers	Chairman of the Board	7670 S. Chester St., Suite 100, Englewood, CO 80112
Glenn T. Rand	President	7630 S. Chester St., Suite 190, Englewood, CO 80112
David Gadbois	Chief Financial Officer	7630 S. Chester St., Suite 190, Englewood, CO 80112
Caroline Brower	Secretary and Senior Vice President	7670 S. Chester St., Suite 100, Englewood, CO 80112
J. Lindsay Freeman	Senior Vice President	Six Piedmont Center, Suite 600, Atlanta, GA 30305
Charles E. Mueller, Jr.	Senior Vice President	7670 S. Chester St., Suite 100, Englewood, CO 80112
William Kell	Controller and Senior Vice President	7777 Market Center Ave., El Paso, TX 79912
Richard P. Giles	Vice President	3621 W. Hillsboro Blvd., Coconut Creek, FL 33073
Larry J. Stanley	Vice President	7670 S. Chester St., Suite 100, Englewood, CO 80112
Denise Decovic	Assistant Secretary and Assistant Treasurer	7670 S. Chester St., Suite 100, Englewood, CO 80112
Karen D. Carlson	Assistant Secretary	7630 S. Chester St., Suite 190, Englewood, CO 80112

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCHSTONE MANAGEMENT SERVICES INCORPORATED" 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 FOURTH DAY OF JANUARY, A.D. 2001.

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

FILED  
01 JAN -8 PM 3:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



*Harriet Smith Windsor*

*Secretary of State*

3245079 8300

AUTHENTICATION: 0894914

010007058

DATE: 01-04-01