

F01000000781



ACCOUNT NO. : 072100000032

REFERENCE : 996191 4304394

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 70.00

ORDER DATE : February 8, 2001

ORDER TIME : 9:23 AM

ORDER NO. : 996191-005

CUSTOMER NO: 4304394

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

RECEIVED
01 FEB -9 AM 9:57
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

500003672185--S

NAME: ARCHSTONE MANAGEMENT SERVICES
(FLORIDA) INCORPORATED

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

FILED
501 FEB -9 PM 1:03
SECRETARY OF STATE
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. ARCHSTONE MANAGEMENT SERVICES (FLORIDA) 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 3. Applied For
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. _____ 5. Perpetual
(Date of incorporation) (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. 7630 S. Chester Street, Suite 190, Englewood, CO 80112
(Principal office address)
- Same
(Current mailing address)

8. Real estate management
(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.

Monique Weaver, Asst. Sec. Corporation Service Company
(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: _____

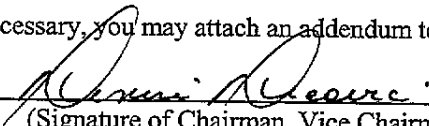
Secretary: _____

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

Names and business addresses of officers and/or directors:

**DIRECTORS AND OFFICERS OF
ARCHSTONE MANAGEMENT SERVICES (FLORIDA) INCORPORATED**
as of
February 5, 2001

01 FEB -9 PM 1:03
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SECRETARY OF STATE
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
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 (FLORIDA) 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 SIXTH DAY OF FEBRUARY, A.D. 2001.

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

FILED
01 FEB -9 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0958233

DATE: 02-06-01