



THE UNITED STATES CORPORATION COMPANY

FOI 0000001587

ACCOUNT NO. : 072100000032
REFERENCE : 085407 4368595
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 70.00

FILED
01 MAR 23 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 20, 2001
ORDER TIME : 11:04 AM
ORDER NO. : 085407-015
CUSTOMER NO: 4368595

CUSTOMER: Ms. Sarah T. Versacci
King & Spalding
1185 Avenue Of The Americas
35th Floor
New York, NY 10036

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FOREIGN FILINGS

NAME: PROLOGIS INDUSTRIAL PROPERTIES INCORPORATED

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RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR 23 PM 12:09
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER: _____

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TRANSMITTAL LETTER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Registration Section
Division of Corporations

SUBJECT: ProLogis Industrial Properties Incorporated
(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:

(Name of Person)

(Firm/Company)

(Address)

(City/State and Zip code)

For further information concerning this matter, please call:

_____ at (_____) _____
(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:

- \$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

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. ProLogis Industrial Properties 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. 51-047523 (FEI number, if applicable)
4. March 16, 2001 (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. 400 West Main Street, Suite 338, Babylon, New York 11702 (Principal office address)
Same as above. (Current mailing address)

8. to exercise any powers permitted to corporations organized under the laws of (Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) 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.

Corporation Service Company
Laura R. Dunlap
(Laura R. Dunlap signature)
(Registered agent's signature)
Laura R. Dunlap as its agent

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: _____

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B. OFFICERS

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

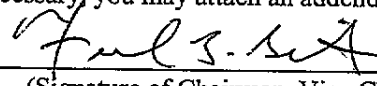
Secretary: _____

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. Frank B. Bilotta, Secretary
(Typed or printed name and capacity of person signing application)

OFFICERS AND DIRECTORS

<u>OFFICE</u>	<u>NAME</u>	<u>BUSINESS ADDRESS</u>
President, Treasurer, Assistant Secretary	Andrew L. Stidd	400 West Main Street, Suite 338 Babylon, New York 11702
Vice President, Assistant Treasurer, Secretary	Frank B. Bilotta	114 West 47 th Street, Suite 1715 New York, New York 10036
Vice President, Assistant Treasurer, Assistant Secretary	Bernard J. Angelo	400 West Main Street, Suite 338 Babylon, New York 11702
Vice President, Assistant Treasurer, Assistant Secretary	Tony Wong	114 West 47 th Street, Suite 1715 New York, New York 10036
Vice President, Assistant Treasurer, Assistant Secretary	Christopher T. Burt	114 West 47 th Street, Suite 1715 New York, New York 10036
Vice President, Assistant Treasurer, Assistant Secretary	David O. Taylor	114 West 47 th Street, Suite 1715 New York, New York 10036

DIRECTORS

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Christopher T. Burt	114 West 47 th Street, Suite 1715 New York, New York 10036
David O. Taylor	114 West 47 th Street, Suite 1715 New York, New York 10036
Tony Wong	114 West 47 th Street, Suite 1715 New York, New York 10036

01 APR 2008
FILED
T. J. LARSON, CLERK
SECRETARY OF STATE
NEW YORK

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 "PROLOGIS INDUSTRIAL PROPERTIES 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, THE TWENTY-FIRST DAY OF MARCH, A.D. 2001.

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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3360770 8300

AUTHENTICATION: 1034540

010137591

DATE: 03-21-01