



THE UNITED STATES
CORPORATION
COMPANY

F01000002079

ACCOUNT NO. : 072100000032

REFERENCE : 117871 4355031

AUTHORIZATION :

COST LIMIT : \$ 78.00

Patricia Pajito

FILED
01 APR 18 PM 1:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 17, 2001

ORDER TIME : 11:18 AM

ORDER NO. : 117871-015

CUSTOMER NO: 4355031

CUSTOMER: Ms. Kandis A. Ulrich
Bingham Dana LLP
1120 20th Street, N.W.
Suite# 800
Washington, DC 20036

100004015671--2

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

(4)

NAME: REALTY ASSOCIATES FUND V TEXAS
CORPORATION

XXXX QUALIFICATION (TYPE: CO)

3/2 4/18

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

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. Realty Associates Fund V Texas 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. Texas

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

3. 04-3463134

(FEI number, if applicable)

4. April 9, 1999

(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. c/o TA Associates Realty, 28 State St., 10th Floor, Boston, MA 02109

(Principal office address)

c/o TA Associates Realty, 28 State St., 10th Floor, Boston, MA 02109

(Current mailing address)

8. To act as general partner of The Realty Associates Fund V, L.P.

(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.

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.

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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. Karen L. Sakowich

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Karen L. Sakowich

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

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Attachment
(Florida)

Realty Associates Fund V Texas Corporation

Officers

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TALLAHASSEE, FLORIDA

Officers:

| <u>Name</u> | <u>Title</u> |
|--|---|
| Michael A. Ruane c/o TA Associates Realty 28 State Street, 10th Floor Boston, Massachusetts 02109 | Chairman and President |
| Andrew M. Neher c/o TA Associates Realty 28 State Street, 10th Floor Boston, Massachusetts 02109 | Senior Vice President, Treasurer & Secretary |
| Karen Sakowich c/o TA Associates Realty 28 State Street, 10th Floor Boston, Massachusetts 02109 | Assistant Secretary |
| Erica H. Weiss 1120 20th Street, N.W. Suite 800 Washington, D.C. 20036 | Assistant Secretary |
| Barry P. Rosenthal 1120 20th Street, N.W. Suite 800 Washington, D.C. 20036 | Assistant Secretary |

**Attachment
(Florida)**

Realty Associates Fund V Texas Corporation

List of Directors

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TALLAHASSEE, FLORIDA

Directors:

Michael A. Ruane
c/o TA Associates Realty
28 State Street, 10th Floor
Boston, Massachusetts 02109

Arthur I. Segel
c/o TA Associates Realty
28 State Street, 10th Floor
Boston, Massachusetts 02109

Noel Posternak
c/o TA Associates Realty
28 State Street, 10th Floor
Boston, Massachusetts 02109



The State of Texas

SECRETARY OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IT IS HEREBY CERTIFIED that
Articles of Incorporation of

REALTY ASSOCIATES FUND V TEXAS CORPORATION
File No. 1531306-0

were filed in this office and a certificate of incorporation was issued to this corporation,
and no certificate of dissolution is in effect and the corporation is currently in existence.



*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
Austin, Texas on April 17, 2001.*

Henry Cuellar

Henry Cuellar
Secretary of State

DLM