

F01000002872

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: CRSI SPV 1996 PW2, 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:

Tamra L. Potts (Name of Person) 000004316000--1
-05/24/01--01101--005
*****70.00 *****70.00

Equity Residential, Lexford Division
(Firm/Company)

6954 Americana Parkway
(Address)

Reynoldsburg, Ohio 43068
(City/State and Zip code)

*filed as F96-4675,
withdrew 4/9/2001*

For further information concerning this matter, please call:

Tamra L. Potts at (614) 575-5192
(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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**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. CRSI SPV 1996 PW2, 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 3. 31-1475361
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. September 5, 1996 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. September 10, 1996
(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. 6954 Americana Parkway, Reynoldsburg, Ohio 43068
(Principal office address)
- 6954 Americana Parkway, Reynoldsburg, Ohio 43068
(Current mailing address)
8. General Partner in numerous limited partnerships
(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: Lexis Document Services Inc.

Office Address: 3953 WW Kelly Road

Tallahassee, Florida 32311
(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.

Anthony E Mackay, Lexis
(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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TALLAHASSEE FLORIDA

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

A. DIRECTORS

Chairman: See Attachment

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attachment

Address: _____

Vice President: _____

Address: _____

Secretary: _____


Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

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. Tamra L. Potts, Vice President and Treasurer
(Typed or printed name and capacity of person signing application)

| TITLE | NAME | BUSINESS ADDRESS | CITY, STATE, ZIP CODE |
|----------|-------------------|------------------------|-----------------------------|
| Director | Yasmina Duwe | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Director | Shelley L. Dunck | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Director | Mark Trager | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Director | Mark Parrell | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Director | David A. Schirner | 1580 Summit Road | Cincinnati, Ohio 45237-1999 |

| Officers TITLE | NAME | BUSINESS ADDRESS | CITY, STATE, ZIP CODE |
|----------------------------------|-------------------|------------------------|--------------------------|
| President | Bruce C. Strohm | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Executive Vice President | Leslie B. Fox | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Senior Vice President | Michael J. McHugh | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Asst. Secretary | Jane Matz | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Asst. Secretary | Yasmina Duwe | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Asst. Secretary | Jennifer Rensch | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Asst. Secretary | Wendy Baginski | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Asst. Secretary | Shelley L. Dunck | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President | Paul R. Sellid | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President & Treasurer | Tamra L. Potts | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President | Mark Trager | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Vice President | David Neithercut | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Secretary | Lisa Currie | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |
| Assistant Secretary | Thomas A. Clark | 6954 Americana Parkway | Reynoldsburg, Ohio 43068 |

TALLAHASSEE FLORIDA
 SECRETARY OF STATE
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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 "CRSI SPV 1996 PW2, 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-FIRST DAY OF MAY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CRSI SPV 1996 PW2, INC." WAS INCORPORATED ON THE FIFTH DAY OF SEPTEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

FILED
01 MAY 24 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1145617

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DATE: 05-21-01