



FD1000005563

ACCOUNT NO. : 072100000032

REFERENCE : 121514 4804484

AUTHORIZATION :

COST LIMIT : \$ 87.50

Patricia Pignatelli

ORDER DATE : October 22, 2001

ORDER TIME : 3:03 PM

ORDER NO. : 121514-005

400004652204--7

CUSTOMER NO: 4804484

CUSTOMER: Rosalie Harrison, Paralegal
Wolf Block Schorr And
25th Floor
1650 Arch Street
Philadelphia, PA 19103-2097

FOREIGN FILINGS

FILE FIRST

NAME: AMC DELANCEY MIAMI LAKES, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder -- EXT# 1118

EXAMINER: _____

RECEIVED
01 OCT 25 AM 9:07
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
01 OCT 24 PM 3:52
DIVISION OF CORPORATION

01 OCT 24 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**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. AMC DELANCEY MIAMI LAKES, 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. Pennsylvania 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 10/10/2001 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. 555 Croton Road, Suite 300, Croton Road Corporate Center, King of Prussia, PA 19406
(Principal office address)
555 Croton Road, Suite 300, Croton Road Corporate Center, King of Prussia, PA 19406
(Current mailing address)
8. To serve as the Sole General Partner of AMC Delancey Miami Lakes Associates, 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)

FILED
01 OCT 24 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Elizabeth R. Hennings
(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. Kenneth P. Balin, President and Assistant Secretary

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

RIDER TO
APPLICATION FOR CERTIFICATE OF AUTHORITY
OF
AMC Delancey Miami Lakes, Inc.

The names, titles and usual business addresses of the current officers of the corporation are:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Kenneth P. Balin	CEO, President and Assistant Secretary	c/o AMC Delancey Group, Inc. 718 Arch St., Suite 400 North Philadelphia, PA 19106
John F. Yaglenski	Vice President	555 Croton Road Suite 300 Croton Road Corporate Center King of Prussia, PA 19406
Paul F. Brennan	Assistant Secretary	555 Croton Road Suite 300 Croton Road Corporate Center King Prussia, PA 19406
Michael C. Wachs	Vice President and Assistant Secretary	c/o AMC Delancey Group, Inc. 718 Arch St., Suite 400 North Philadelphia, PA 19106
Patrick J. Brala	Vice President, CFO and Secretary	c/o AMC Delancey Group, Inc. 718 Arch St., Suite 400 North Philadelphia, PA 19106
Geoffrey N. Irvine	Vice President	c/o AMC Delancey Group, Inc. 718 Arch Street, Suite 400 North Philadelphia, PA 19106

The names , titles and usual business addresses of the current directors of the corporation are

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Russell C. Ball, III		555 Croton Road Suite 300 Croton Road Corporate Center King of Prussia, PA 19406
Robert H. Strouse		555 Croton Road Suite 300 Croton Road Corporate Center King of Prussia, PA 19406
John F. Yaglenski		555 Croton Road Suite 300 Croton Road Corporate Center King of Prussia, PA 19406
Kenneth P.Balin		c/o AMC Delancey Group, Inc. 718 Arch St., Suite 400 North Philadelphia, PA 19106
Michael C. Wachs		c/o AMC Delancey Group, Inc. 718 Arch St., Suite 400 North Philadelphia, PA 19106

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

OCTOBER 22, 2001

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

AMC DELANCEY MIAMI LAKES, INC.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Kim D. Dingwall
Secretary of the Commonwealth

JSOW