

# F01000005618

Division of Corporations

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## Florida Department of State

Division of Corporations

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## To:

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## From:

ASTRID BUTTARI, Legal Assistant  
Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305) 374-5600  
Fax Number : (305) 374-5095**RUSH****PLEASE FILE this P.M. on  
Monday A.M. Thx.**

FOREIGN PROFIT QUALIFICATION

DOUGLAS COLONNADE MEZZANINE SPE CORP.

350)487-6013

10/26/01 16:18 Fl Dept of State pl /1



## FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 26, 2001

AKERMAN, SENTERFITT &amp; EIDSON, P.A.

SUBJECT: DOUGLAS COLONNADE MEZZANINE SPE CORP.  
REF: W01000024903

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The entity's date of incorporation/organization must be listed in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt  
Document SpecialistFAX Aud. #: H01000110221  
Letter Number: 701A00059043

FAX AUDIT NO.: H01000110221

## 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. DOUGLAS COLONNADE MEZZANINE SPE CORP.  
(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. Applied For  
(FEI number, if applicable) 01 00 29
4. October 23, 2001  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING OF APPLICATION  
(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 Colonnade Properties LLC, One Rockefeller Place, Suite 2300, New York, N.Y. 10020  
(Principal office address)  
c/o Colonnade Properties LLC, One Rockefeller Place, Suite 2300, New York, N.Y. 10020  
(Current mailing address)
8. Any lawful business  
(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: American Information Services, Inc.  
Office Address: One S.E. Third Avenue, 28th Floor  
Miami, Florida 33131  
(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.*  
  
AMERICAN INFORMATION SERVICES, INC.  
By: Astrid Buttari  
Astrid Buttari, Assistant Secretary
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

Director: Joseph S. Sambuco  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Director: Paul E. Taylor III  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Director: Michael H. Maney  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

## B. OFFICERS

Chief Executive Officer: Paul E. Taylor III  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

President: Joseph S. Sambuco  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Ex. Vice President: Michael H. Maney  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Sr. Vice President  
 and Secretary: Jeffrey B. Feldman  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Vice President: Karen Vukovich  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

Vice President: Dawn M. Driessen  
 Address: c/o Colonnade Properties LLC  
One Rockefeller Place, Suite 2300, New York, N.Y. 10020

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Jeffrey B. Feldman, as V.P.  
 (Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Jeffrey B. Feldman, Vice President  
 (Typed or printed name and capacity of person signing application)

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State of Delaware  
Office of the Secretary of State

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TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DOUGLAS COLONNADE MEZZANINE SPE CORP." 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-FOURTH DAY OF OCTOBER, A.D. 2001.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1408553

DATE: 10-24-01