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ACCOUNT NO. : 072100000032

REFERENCE : 368525 7131809

AUTHORIZATION :

COST LIMIT :

Patricia Pizub
\$ ~~70.00~~

FILED
01 NOV -9 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : November 8, 2001

ORDER TIME : 2:35 PM

ORDER NO. : 368525-030

CUSTOMER NO: 7131809

CUSTOMER: Ms. Elaine Bryant
Reed Smith LLP
375 Park Avenue
17th Floor
New York, NY 10152-1799

78.75

900004674673--3

FOREIGN FILINGS

NAME: CATFISH (DE) QRS 14-79, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Betty Young

-- EXT# 1112

EXAMINER: _____

RECEIVED
01 NOV -9 PM 3:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**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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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. CATFISH (DE) QRS 14-79, 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

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

3.

(FEI number, if applicable)

4. November 5, 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. c/o W. P. Carey & Co. LLC, 50 Rockefeller Plaza, New York, NY 10020

(Principal office address)

same as above

(Current mailing address)

Sole purpose is to own an interest in and to function as general partner of Goldfish (DE) LP, a DE lp, the owner of certain properties in FL.

8.

(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

(City)

Florida 32301

(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

Sonya L. Cordell

(Registered agent's signature)

Sonya L. Cordell

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. BENJAMIN P. HARRIS, VICE PRESIDENT

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

CATFISH (DE) QRS 14-79, Inc.

Officers/Directors Rider

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<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William P. Carey	Chairman of the Board and Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
William Ruder	Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
George E. Stoddard	Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Warren G. Wintrub	Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Thomas Zacharias	Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
H. Augustus Carey	Vice Chairman	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gordon J. Whiting	President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gordon F. DuGan	Executive Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Claude Fernandez	Executive Vice President and Chief Administrative Officer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
John J. Park	Executive Vice President - Finance, Treasurer and Director of Research	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Anne R. Coolidge	Executive Director and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Edward V. LaPuma	Executive Director and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
W. Sean Sovak	Executive Director, Chief Information Officer and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Debra E. Bigler	Senior Vice President and Regional Marketing Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Susan C. Hyde	Senior Vice President and Regional Marketing Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

Catfish (DE) QRS 14-79, Inc.
Officers/Directors Rider

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Ted G. Lagreid	Senior Vice President and Regional Marketing Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
David W. Marvin	Senior Vice President and Regional Marketing Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Anthony S. Mohl	Senior Director - France	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Michael D. Roberts	Senior Vice President and Controller	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Brent Carrier	First Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Robert C. Kehoe	First Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Donna Neiley	First Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
David G. Termine	First Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Jeffrey Longden	Director, London Office	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Jeffrey R. Damec	Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Kimberly J. Dussol	Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Yasmin Guerrero	Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Benjamin P. Harris	Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Nicole Bigler Lefort	Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Louisa H. Quarto	Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gagan S. Singh	Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Kristin Bennett	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

Catfish (DE) QRS 14-79, Inc.
Officers/Directors Rider

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Timothy W. Burdette	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Samuel W. Byram	Second Vice President and Regional Marketing Director	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Alistair Calvert	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Brieuc de Crombrugghe	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
David Hanna	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Frank Machado	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Marisa Mackey	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Paula S. Miller	Seond Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Mary P. Nelson	Second Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gino M. Sabatini	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Timothy Asher	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Jamison J. Boucher	Assistant Treasurer	50 Rockefeller Plaza, 2 nd Floor New York, NY 10020
Kelly Boucher	Assistant Secretary	
Wendy Chang	Assistant Treasurer	50 Rockefeller Plaza, 2 nd Floor New York, NY 10020
Cristina R. Daly	Assistant Secretary	50 Rockefeller Plaza, 2 nd Floor New York, NY 10020
Lisa Darcy	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Helen Halis	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

Catfish (DE) QRS 14-79, Inc.
Officers/Directors Rider

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Edward Hamilton	Assitant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Amy Y. Lam	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Stacey Lamendola	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Stephen M. Lyons III	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Joseph Martell	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Jasmine Moore	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Ruth S. Perfido	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Michael B. Pollack	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Tom Shanheen	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Carla C. Singleton	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Patrick E. Sweeney	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Susan Widjaja	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

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TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CATFISH (DE) QRS 14-79, 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 EIGHTH DAY OF NOVEMBER, A.D. 2001.

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01 NOV -9 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1436087

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DATE: 11-08-01