

F02000005163

CORPORATION SYSTEM

CORPORATION(S) NAME

Parkcrest at Pinellas Realty Holding Company

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2002 OCT 14 PM 2:18
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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Name _____
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KF

Order#: 5630587

Ref#: _____

Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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*****70.00 *****70.00

J. BRYAN OCT 14 2002

**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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1. Parkcrest at Pinellas Realty Holding Company

(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)

4. October 7, 2002

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. (upon filing)

(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. c/o JPMorgan Chase Bank (Strategic Property Fund)

522 Fifth Avenue, 9th Floor, New York, NY 10036

(Current mailing address)

8. Holding title to real property for tax exempt pension trusts.

(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: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation

, Florida, 33324

(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.

C T Corporation System

(Registered agent's signature)

Patrick A. Nolan
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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: PLEASE SEE ATTACHED RIDER A

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: PLEASE SEE ATTACHED RIDER B

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. Alfred W. Dort, Secretary

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

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ORIGINALS DEPARTMENT
TALLAHASSEE, FLORIDA

RIDER A

DIRECTORS

NAME	ADDRESS
Ann S. Pfeiffer	522 Fifth Avenue, New York, NY 10036
S. Michael Giliberto, Jr.	522 Fifth Avenue, New York, NY 10036
George L. Ochs	522 Fifth Avenue, New York, NY 10036
Benjamin G. Gifford	522 Fifth Avenue, New York, NY 10036
Michael G. Astarita	522 Fifth Avenue, New York, NY 10036

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TALLAHASSEE, FLORIDA

RIDER B**OFFICERS**

TITLE	NAME	ADDRESS
President	Benjamin G. Gifford	522 Fifth Avenue, New York, NY 10036
Vice President and Treasurer	Michael G. Astarita	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Tara A. Andrews	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	J. Daniel Adkinson	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Joseph K. Azelby	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Lola Bellini	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Blake R. Berg	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Donna Bergman	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	M. Douglas Bisset	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Barbara Bernard	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Mark J. Bonapace	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Vanessa N. Brakhan	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Nancy E. Brown	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Mary Ann Cate	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Matthew C. Carbone	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	David Chen	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Edwin K. Chin	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Wayne A. Comer	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Sheryl M. Crosland	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Robert D. Curran	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Susan Connery	522 Fifth Avenue, New York, NY 10036

Vice President and Assistant Secretary	Amy C. Cummings	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Nathaniel R. Daly	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Joseph B. Dobronyi	522 Fifth Avenue, New York, NY 10036
Secretary and Assistant Treasurer	Alfred W. Dort	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Michael J. Duignan	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Lawrence D. Ellman	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Dave Esrig	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Kevin J. Faxon	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Lawrence J. Fuchs	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	S. Michael Giliberto, Jr.	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Kirk E. Guinee	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Erik Grabowski	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Marissa Greve	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Kurt I. Hackett	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Anne R. Hoagland	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Ellie O. Kerr	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Dennis Keyes	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Jennifer L. Kim	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Justin D. Krebs	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Reza A. Khan	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Douglas P. Lawrence	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Nicholas R. Lizotte	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Scott M. MacDonald	522 Fifth Avenue, New York, NY 10036

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Vice President and Assistant Secretary	Steven J. Mastrovich	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	James C. McLoughlin	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Justin M. Murphy	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Stephan T. Murphy	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Michael J. Muscat	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Julie Negron	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Peter J. Nicoletti	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	George L. Ochs	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Michael F. O'Brien	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Anne S. Pfeiffer	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Mona Presby	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Elizabeth T. Propp	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Donald J. Rederscheid, Jr.	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Jennifer Jones Robertson	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Dianna Russo	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Thomas V. Schauer	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Stephen S. Schubert	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Frederick N. Sheppard	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Douglas R. Schotland	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Uday P. Shah	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Hilary J. Spann	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Saul E. Sternschein	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Daniel Volpano	522 Fifth Avenue, New York, NY 10036

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JUDICIAL CIRCUIT IN AND FOR
FLORIDA

Vice President and Assistant Secretary	Craig A. Theirl	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Yetta Y. Tropper	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	James M. Walsh	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Michael J. Winter	522 Fifth Avenue, New York, NY 10036
Vice President and Assistant Secretary	Andy G. Zhong	522 Fifth Avenue, New York, NY 10036

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Delaware

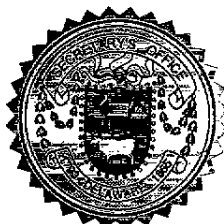
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PARKCREST AT PINELLAS REALTY HOLDING COMPANY" 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 TENTH DAY OF OCTOBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2029771

DATE: 10-10-02