

FO3000003319

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FOREIGN PROFIT QUALIFICATION

United Dominion Realty Trust, Inc.

Certificate of Status	1
Certified Copy	0
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FO3-3319
JL



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 3, 2003

CT CORPORATION SYSTEM

SUBJECT: UNITED DOMINION REALTY TRUST, INC.
REF: W03000018954

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 name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

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

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Tammi Cline
Document SpecialistFAX Aud. #: H03000225351
Letter Number: 303A00039913

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. United Dominion Realty Trust, 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. Maryland 3. 54-0857512
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. May 2, 2003 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. 400 East Cary Street, Richmond, Virginia 23219
(Principal office address)
400 East Cary Street, Richmond, Virginia 23219
(Current mailing address)

8. Real estate
(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: CT Corporation System

Office Address: 1200 South Pine Island Road,

Plantation, Florida 33324
(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.

CT Corporation System
CONNIE BRYAN
By: Connie Bryan SPECIAL ASSISTANT SECRETARY
(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: Please see attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Please see attached.

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. Please see attached.

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

List of Active Officers and Directors

United Dominion Realty Trust, Inc.
Business Address for the following:

400 East Cary Street
Richmond, Virginia 23219

Director
Robert P. Freeman
Jon A. Grove
James D. Klingbeil
Robert C. Larson
John P. McCann
Thomas R. Oliver
Lynne B. Sagalyn
Mark J. Sandler
Robert W. Scharar
Thomas W. Toomey

Title
Director
Director
Director
Director
Director
Director
Director
Director
Director
Director

Officer
Thomas W. Toomey
W. Mark Wallis

G. Daniel Adams Jr.
Christopher D. Genry
Ella S. Neyland
Lester C. Boeckel
Martha R. Carlin
Thomas J. Corcoran
Richard A. Giannotti
Patrick S. Gregory
Kevin M. McCabe
Rodney A. Neuheardt
Scott A. Shanabarger
Thomas A. Spangler
Mark E. Wood
Matthew T. Akin
Ann W. Beal
R. Bruce Blanton
Gregory M. Duggan
Terry D. Fulbright
David F. Houghton
Louis N. Kovalsky
Thomas E. Lambirth
David L. Messenger
Susan K. Northcutt
Mary Ellen Norwood
Cheryl F. Pucci
Michael B. Rogers
R. L. Ross III
Dennis E. Sandidge
Milton A. Scott, Jr.
Timothy E. Stumm
Robert B. Tinning
Brendan M. Addis
Sherry Arendall
Wende A. Bartolomeo
Janet K. Carroll

Title
President and Chief Executive Officer
Senior Executive Vice President (Legal, Acquisitions, Dispositions & Development)
Executive Vice President, Operational Strategy
Executive Vice President & Chief Financial Officer
Executive Vice President, Treasurer & Investor Relations
Senior Vice President, Acquisitions & Dispositions
Senior Vice President, Operations
Senior Vice President, Human Resources
Senior Vice President Development & Acquisitions (Eastern Region)
Senior Vice President, Chief Information Officer
Senior Vice President, Real Estate Operations
Senior Vice President, Finance
Senior Vice President, Chief Accounting Officer & Assistant Secretary
Senior Vice President, Business Development
Senior Vice President, Development & Acquisitions (Western Region)
Vice President, Acquisitions & Dispositions
Vice President & Area Director
Vice President, Information Systems
Vice President, Director of Construction
Vice President, Senior Business Analyst
Vice President, Director of Purchasing
Vice President & Area Director
Vice President & Area Director
Vice President & Controller
Vice President, Training
Vice President, Legal Administration & Secretary
Vice President & Area Director
Vice President, Property Tax Administration
Vice President, Acquisitions
Vice President & Area Director
Vice President, Acquisitions & Dispositions
Vice President, Real Estate Operations
Vice President & Area Director
Assistant Vice President
Assistant Vice President
Assistant Vice President
Assistant Vice President

List of Active Officers and Directors

<u>Officer</u>	<u>Title</u>
Kevin E. Carter	Assistant Vice President
Dana D. Castelveocchi	Assistant Vice President
Brian E. Chafin	Assistant Vice President
Neilcine Ford	Assistant Vice President
Sally A. Gering	Assistant Vice President
Donna M. Girod	Assistant Vice President
Patrick M. Harper	Assistant Vice President
D. Chris Harris	Assistant Vice President
Michael T. Holland	Assistant Vice President
Amy E. Hull	Assistant Vice President
L. Devon Kistler	Assistant Vice President
B. Mechelle Lafon	Assistant Vice President
Cheryl L. Markus	Assistant Vice President
Thomas C. McKee	Assistant Vice President
Kathryn A. Ratchford	Assistant Vice President
Esther R. Torres	Assistant Vice President

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CT CORPORATION SYSTEM

850 222 7615 P.07/08

Dated this 1 day of July, 2003.

United Dominion Realty Trust, Inc.

By: Mary Ellen Norwood
Mary Ellen Norwood
Vice President and Secretary

FILED
JUL 3 2003
FBI - NEW YORK

STATE OF MARYLAND

Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS OR THE RIGHTS OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

ACCORDING TO THE RECORDS OF THIS DEPARTMENT ARTICLES OF MERGER MERGING UNITED DOMINION REALTY TRUST, INC. (VA. CORP.) INTO UDRT MARYLAND, INC. (MD. CORP.)-SURVIVOR CHANGING ITS NAME TO UNITED DOMINION REALTY TRUST, INC. WERE RECEIVED AND APPROVED FOR RECORD ON JUNE 11, 2003.

I FURTHER CERTIFY THAT UNITED DOMINION REALTY TRUST, INC. IS IN GOOD STANDING WITH THIS DEPARTMENT AT THE TIME OF THIS CERTIFICATE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JULY 02, 2003.



Paul B. Anderson
Charter Division



301 West Preston Street, Baltimore, Maryland 21201
Telephone: Balto. Metro (410) 767-1340 / Outside Balto. Metro (888) 246-5941 0002407803
MRS (Maryland Relay Service) (800) 735-2258 TTY/Voice
Fax (410) 333-7097