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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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From: Account Name : C T CORPORATION SYSTEM
Account Number : PCA000000023
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FOREIGN PROFIT QUALIFICATION

Westfield Construction Inc.

| | |
|-----------------------|---------|
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Westfield Construction Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. 20-1525288
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. August 18, 2004 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon registration
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 11601 Wilshire Boulevard, 11th Floor, Attn: Legal Dept., Los Angeles, California 90025
(Principal office address)

11601 Wilshire Boulevard, 11th Floor, Attn: Legal Dept., Los Angeles, California 90025
(Current mailing address)

8. Construction Work
(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 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.

By: Cindy Kee CT Corporation System
CINDY KEE
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:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Peter S. Lowy

Address: 11601 Wilshire Boulevard, 11th Floor

Los Angeles, California 90025

Director: Richard E. Green

Address: 11601 Wilshire Boulevard, 11th Floor

Los Angeles, California 90025

B. OFFICERS

President: Richard E. Green

Address: 11601 Wilshire Boulevard, 11th Floor

Los Angeles, California 90025

Vice President: Peter S. Lowy

Address: 11601 Wilshire Boulevard, 11th Floor

Los Angeles, California 90025

Secretary: Peter R. Schwartz

Address: 11601 Wilshire Boulevard, 11th Floor, Los Angeles, California 90025

Treasurer: Mark A. Stefanski

Address: 11601 Wilshire Boulevard, 11th Floor, Los Angeles, California 90025

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

13. Suzanne M. Forman
(Signature of Director or Officer listed in number 12 of the application)

14. Suzanne M. Forman, Assistant Secretary
(Typed or printed name and capacity of person signing application)

ATTACHMENT

Westfield Construction Inc.
Application by Foreign Corporation to Transact Business in Florida

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. OFFICERS (Con't)

Assistant Secretary: Sigrid Dugall
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Assistant Secretary: Suzanne M. Forman
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Assistant Secretary: Susan Y. Fuhrman
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Assistant Secretary: Kyle J. Olson
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Assistant Secretary: Rory A. Packer
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Assistant Secretary: Lisa Shelley
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

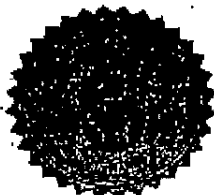
Assistant Secretary: Rahsaana A. Towns
11601 Wilshire Boulevard, 11th Floor
Los Angeles, California 90025

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WESTFIELD CONSTRUCTION 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 SECOND DAY OF SEPTEMBER, A.D. 2004.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3331791

DATE: 09-02-04

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