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REFERENCE 151944 4348748

AUTHORIZATION

COST LIMIT \$ 78.75

ORDER DATE: January 19, 2005

ORDER TIME : 11:49 AM

ORDER NO. : 151944-005

CUSTOMER NO: 4348748

CUSTOMER: Ms. Marcia Moody

Trammell Crow Residential

Suite 3700

2001 Bryan Street Dallas, TX 75201

FOREIGN FILINGS

NAME:

TCR NORTH FLORIDA APARTMENTS.

INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER:

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.

* ·	LORIDA APARTMENTS, INC.		
	orporation; must include "INCORPORATED, orp," "Inc," "Co," or "Corp.")	" "COMPANY," "CORPORATION,"	
(If name unavaila	ble in Florida, enter alternate corporate name	adopted for the purpose of transacting business in Florida)	
2. TX	3	20-2178211	
	under the law of which it is incorporated)	(FEI number, if applicable)	
4, 01/18/05	5.	PERPETUAL	
	of incorporation)	(Duration: Year corp. will cease to exist or "perpetual")	
6. UPON QUALIF	ICATION		
		n Florida, if prior to registration) 502, F.S., to determine penalty liability)	
7. 2001 BRYAN S	TREET, SUITE 3700, DALLAS, TX	75201	
(Principal office address)			
2001 BRYAN STREET, SUITE 3700, DALLAS, TX 75201			
-	(Current mailing add	(ress)	
		TES IN	
8. REAL ESTATE	of corporation authorized in home state or co	Duntry to be corried out in state of Florida)	
	-	Juliary to be carried out in state of Fibrials	
9. Name and street	t address of Florida registered agent: (P.C	D. Box NOT acceptable)	
Name:	Corporation Service Company		
Office Address:	1201 Hays Street		
	Tallahassee	, Florida 32301	
	(City)	(Zip code)	
designated in this further agree to co and I am familiar	ed as registered agent and to accept serve application, I hereby accept the appoints omply with the provisions of all statutes of with and accept the obligations of my possible Corporation Service Company of the Corporation Service Corporation Service Company of the Corporation Service Corporation Service Corporation Service Corp	an Courtney st. V. Pres.	
the Department of	State, by the Secretary of State or other chich it is incorporated.	fficial having custody of corporate records in the jurisdiction	

12. Names and business addresses of officers and/or directors:

A. DIRECTORS Chairman: SEE ATTACHED SCHEDULE Address: Vice Chairman: Address: __ Address: __ Director: __ **B. OFFICERS** President: SEE ATTACHED SCHEDULE Address: ___ Vice President: Address: _ Secretary: Address: __ Address: NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. (Signature of Director or Office listed in number 12 of the application) 14. MARCIA L. MOODY, ASSISTANT SECRETARY

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

DIRECTORS AND OFFICERS

TCR NORTH FLORIDA APARTMENTS, INC.

DIRECTORS

HARLAN R. CROW

2100 MCKINNEY AVENUE

SUITE 700

DALLAS, TX 75201

J. RONALD TERWILLIGER

2859 PACES FERRY ROAD

SUITE 1100

ATLANTA, GA 30339

J. MICHAEL MCGWIER

2859 PACES FERRY ROAD

SUITE 1100

ATLANTA, GA 30339

OFFICERS

ALAN KOLAR

PRESIDENT

201 NORTH NEW YORK AVENUE

SUITE 200

WINTER PARK, FL 32789

HARLAN R. CROW

VICE PRESIDENT

2100 MCKINNEY AVENUE

SUITE 700

DALLAS, TX 75201

J. MICHAEL MCGWIER

VICE PRESIDENT

2859 PACES FERRY ROAD

SUITE 1100

ATLANTA, GA 30339

J. RONALD TERWILLIGER

VICE PRESIDENT

2859 PACES FERRY ROAD

SUITE 1100

ATLANTA, GA 30339

JOHN ZELEDON

VICE PRESIDENT

201 NORTH NEW YORK AVENUE

SUITE 200

WINTER PARK, FL 3278

RACHEL PURCELL

VICE PRESIDENT/TREASURER

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

THOMAS J. PATTERSON VICE PRESIDENT/SECRETARY/

ASSISTANT TREASURER

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

FAYE THETFORD

ASSISTANT SECRETARY

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

LAURA HOPKINS

ASSISTANT SECRETARY

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

LEE ANN SHAMBLIN

ASSISTANT SECRETARY

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

MARCIA L. MOODY

ASSISTANT SECRETARY

2001 BRYAN STREET

SUITE 3700

DALLAS, TX 75201

SHARI STEINHARDT

ASSISTANT SECRETARY

6400 CONGRESS AVENUE

SUITE 2100

BOCA RATON, FL 33487

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697 Geoffrey S. Connor Secretary of State



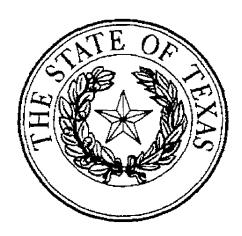
Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for TCR North Florida Apartments, Inc. (filing number: 800441399), a Domestic Business Corporation, was filed in this office on January 18, 2005.

It is further certified that the entity status in Texas is active.



In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 19, 2005.





Phone: (512) 463-5555 Prepared by: SOS-WEB Come visit us on the internet at http://www.sos.state.tx.us/ Fax: (512) 463-5709