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Florida Department of State
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FOREIGN PROFIT/NONPROFIT CORPORATION

Spirit Management Company

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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. Spirit Management Company

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

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

2. Maryland

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

3. 20-0363432

(FEI number, if applicable)

4. October 9, 2003

(Date of incorporation)

5. Perpetual

(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. 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711

(Principal office address)

14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711

(Current mailing address)

8. Investment in/providing financing to owners/operators of real estate operated by companies that provide goods/services

(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

(City)

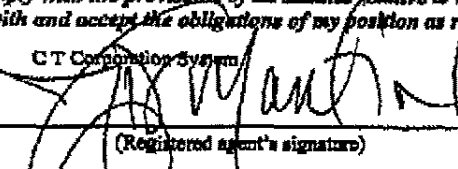
, Florida 33324

(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.

CT Corporation System

By: 

(Registered agent's signature)

**James Martin
Assistant Secretary**

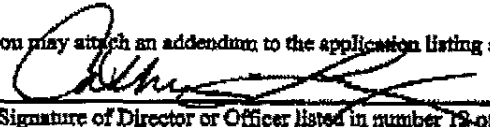
11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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

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 TALLAHASSEE, FLORIDA

A. DIRECTORSChairman: Morton H. FleischerAddress: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Vice Chairman: Christopher H. VolkAddress: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Director: Catherine LongAddress: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Director: Donald C. Hannah (Independent Director)Address: 6400 E. Camelback Road, Paradise Valley, AZ 85253**B. OFFICERS**President: Christopher H. Volk (President and Chief Executive Officer)Address: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Vice President: Jeffrey M. Fleischer (Senior Vice President - Acquisitions, Assistant Secretary and Assistant Treasurer)Address: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Gregg Seibert (Senior Vice President - Underwriting, Assistant Secretary and Assistant Treasurer) - same addressSecretary: Michael T. Bennett (Senior Vice President - Operations, Chief Compliance Officer and Secretary)Address: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711Treasurer: Catherine Long (Chief Financial Officer, Senior Vice President and Treasurer)Address: 14631 N. Scottsdale Road, Suite 200, Scottsdale, AZ 85254-2711

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

13. 

(Signature of Director or Officer listed in number 13 of the application)

14. Catherine Long, Chief Financial Officer, Senior Vice President and Treasurer

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

STATE OF MARYLAND
Department of Assessments and Taxation

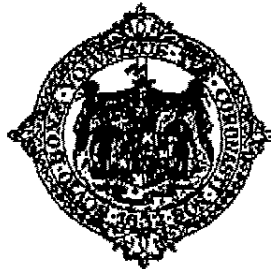
I, PAUL B. ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS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

I FURTHER CERTIFY THAT SPIRIT MANAGEMENT COMPANY IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN MARYLAND.

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 27, 2006.



Paul B. Anderson
Charter Division



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