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FOREIGN PROFIT/NONPROFIT CORPORATION

ARCO MULTI-FAMILY GROUP, INC.

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3/23/2007

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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. ARCO MULTI-FAMILY GROUP, 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

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

3. Applied for

(FEI number, if applicable)

4. January 10, 2007

(Date of incorporation)

5. Perpetual

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

6. January 10, 2007

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

7. 1750 South Brentwood Boulevard, Suite 701

(Principal office address)

St. Louis, MO 63144

(Current mailing address)

8. Construction of multi-family housing

(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: NRAI Services, Inc.

Office Address: 2731 Executive Park Dr., Ste 4

Weston

(City)

, Florida 33331

(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.*

NRAI Services, Inc.

Brenda L. White
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.

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

A. DIRECTORS

Chairman: Richard R. ArnoldyAddress: 1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 83144Vice Chairman: See attachment for additional directors

Address: _____

Director: Jeffrey L. CookAddress: 1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 83144Director: Stephen F. HolsteAddress: 1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 83144

B. OFFICERS

President: Mathew I LaddAddress: 1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 83144Vice President: John A. KomlosAddress: 1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 83144Secretary: Jeffrey L. CookAddress: 1750 South Brentwood Boulevard, Suite 701, St. Louis, MO 83144Treasurer: See attachment for additional officers

Address: _____

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 12 of the application)

14. Stephen F. Holste, Vice President-Finance, Chief Financial Officer and Treasurer

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

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STATE OF FLORIDA
Application by Foreign Corporation for
Authorization to Transact Business in Florida
ARCO Multi-Family Group, Inc.

12A. Directors, continued

John A. Komlos
1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 63144

Mathew I Ladd
1750 South Brentwood Boulevard, Suite 701
St. Louis, MO 63144

12B. Officers, continued

Chairman of the Board Richard R. Arnoldy
1750 South Brentwood Blvd., Suite 701
St. Louis, MO 63144

Chief Executive Officer: Jeffrey L. Cook
1750 South Brentwood Blvd., Suite 701
St. Louis, MO 63144

Vice President – Finance, Chief Financial
Officer and Treasurer: Stephen F. Holste
1750 South Brentwood Blvd., Suite 701
St. Louis, MO 63144

Assistant Secretary: Thomas G. Lewin
101 South Hanley, Suite 1700
St. Louis, MO 63105

Delaware

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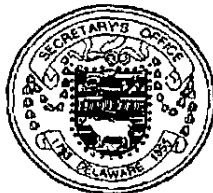
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCO MULTI-FAMILY GROUP, 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 TWENTY-THIRD DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARCO MULTI-FAMILY GROUP, INC." WAS INCORPORATED ON THE TENTH DAY OF JANUARY, A.D. 2007.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5533137

DATE: 03-23-07
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