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TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

PROSPECT PARK, IL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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. PROSPECT PARK, II, 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

(FBI number, if applicable)

4. MARCH 16, 2007

(Date of incorporation)

5. PERPETUAL

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

6. UPON FILING

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

7. o/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 NOEL RD., STE. 500, DALLAS TX 75240

(Principal office address)

c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 NOEL RD., STE. 500, DALLAS TX 75240

(Current mailing address)

8. OWNING 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 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: 
(Registered agent's signature)

Peter F. Souza
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:

FL2019 - 06/02/04 CT System Online

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: David A. Ridley

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

Director: David N. Farmer

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

B. OFFICERS

President: David N. Farmer

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

Vice President: Ronald Ragsdale

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

Secretary: Ronald Ragsdale

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

Treasurer: Tracy Green

Address: c/o Invesco Real Estate, THREE GALLERIA TOWER, 13155 Noel RD, STE 500, DALLAS TX 75240

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

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "PROSPECT PARK, II, 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 NINETEENTH DAY OF MARCH, A.D. 2007.

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

FILED
07 MAR 23 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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070329275



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5516015

DATE: 03-19-07