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Subject: 000000001937

From: Rick S. S. S.

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Florida Department of State
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Division of Corporations
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FOREIGN PROFIT/NONPROFIT CORPORATION

TISHMAN SPEYER PROPERTIES, INC.

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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. TISHMAN SPEYER PROPERTIES, 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. (FEI number, if applicable)
(State or country under the law of which it is incorporated)
4. 12/28/1993 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. "UPON QUALIFICATION"
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 45 Rockefeller Plaza, 7th Floor, New York, NY 10111
(Principal office address)
- "same"
(Current mailing address)
8. manage 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: CORP DIRECT AGENTS, INC.
Office Address: 515 East Park Avenue
Tallahassee, Florida 32301
(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: [Signature] ASST. Sec.
(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 his/her 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:

FS-150-02-01 (Rev. 1-1-00)

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A. DIRECTORS

Chairman: Robert V. Tishman

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

Vice Chairman: _____

Address: _____

Director: Katherine G. Farley; Michael P.M. Spies; Robert J. Speyer

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

Director: Steven R. Wechsler; Paul A. Galiano

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

B. OFFICERS

President: Jerry I. Speyer

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

Vice President: Jim Rosenthal; Michael B. Benner; Jim Rosenthal; David Augarten

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

Secretary: Michael B. Benner

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

Treasurer: Jim Rosenthal

Address: 45 Rockefeller Plaza, 7th Floor, New York, NY 10111

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

13. Michael B. Benner
(Signature of Director or Officer listed in number 12 of the application)

14. Michael B. Benner
Vice President and Secretary
(Typed or printed name and capacity of person signing application)

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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TISHMAN SPEYER PROPERTIES, 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 TENTH DAY OF APRIL, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TISHMAN SPEYER PROPERTIES, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 1983.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

FILED
2007 APR 10 P 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5582250

DATE: 04-10-07

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