

F08000000039

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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01/07/08--01002--002 **8.75

RECEIVED
08 JAN -3 AM 10:59
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2008 JAN -3 A 10:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D WITE JAN -4 2008



CT

a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

January 3, 2008

Department of State, Florida
Clifton Building
2611 Executive Center Circle
Tallahassee FL 32301

Re: Order #: 7120828 SO
Customer Reference 1: Qualification
Customer Reference 2:

Dear Department of State, Florida:

Please file the attached:

CBRE Multifamily Capital, Inc. (DE)
Qualification
Florida

CBRE Multifamily Capital, Inc. (DE)
Obtain Document - Misc - File Stamped Copy of the Evidence
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to the attention of the undersigned.

If for any reason the enclosed cannot be filed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.



a Wolters Kluwer business

CT
1203 Governors Square Blvd.
Tallahassee, FL 32301-2960

850 222 1092 tel
850 222 7615 fax
www.ctlegalsolutions.com

Sincerely,

Christina McNeair
CL Operations Specialist
Christina.McNeair@wolterskluwer.com

**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. CBRE Multifamily Capital, 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. _____

(FEI number, if applicable)

4. November 15, 2007

(Date of incorporation)

5. Perpetual

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

6. _____

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

7. 2800 Post Oak Boulevard, Suite 2100, Houston, Texas 77056

(Principal office address)

11150 Santa Monica Boulevard, Suite 1600, Los Angeles, California 90025

(Current mailing address)

8. Transaction of any lawful business or activity including, but not limited to, commercial real estate finance 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: C T 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.

C T Corporation System

By: _____

(Registered agent's signature)

Scot Ferraro
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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A. DIRECTORS

Chairman: Brett White

Address: 11150 Santa Monica Boulevard, Suite 1600, Los Angeles, California 90025

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice Chairman: Brian F. Stoffers

Address: 2800 Post Oak Boulevard, Suite 2100, Houston, Texas 77056

Director: Kenneth J. Kay

Address: 11150 Santa Monica Boulevard, Suite 1600, Los Angeles, California 90025

Director: Laurence H. Midler

Address: 11150 Santa Monica Boulevard, Suite 1600, Los Angeles, California 90025

B. OFFICERS

President: Peter F. Donovan

Address: 111 Huntington Avenue, 12th Floor, Boston, Massachusetts 02199

Vice President: See attached list of additional officers.

Address: _____

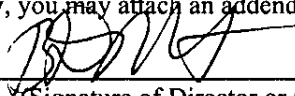
Secretary: Bill R. Frazer

Address: 2800 Post Oak Boulevard, Suite 2100, Houston, Texas 77056

Treasurer: Debera Fan

Address: 100 North Sepulveda Boulevard, Suite 1100, El Segundo, California 90245

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. Brian D. McAllister, Senior Vice President
(Typed or printed name and capacity of person signing application)

CBRE MULTIFAMILY CAPITAL, INC.
a Delaware corporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICERS

Names and Addresses

Title

Brett White
11150 Santa Monica Boulevard
Suite 1600
Los Angeles, CA 90025

Chairman

Brian F. Stoffers
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Vice Chairman

Peter F. Donovan
111 Huntington Avenue
12th Floor
Boston, MA 02199

President

Kenneth J. Kay
11150 Santa Monica Boulevard
Suite 1600
Los Angeles, CA 90025

Senior Executive Vice President

Bill R. Frazer
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

**Executive Vice President, Chief Financial Officer and
Secretary**

Jeffrey T. Majewski
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Executive Vice President and Chief Operating Officer

Ronald F. Halpern
111 Huntington Avenue
12th Floor
Boston, MA 02199

Executive Vice President

Laurence H. Midler
11150 Santa Monica Boulevard
Suite 1600
Los Angeles, CA 90025

Executive Vice President and Assistant Secretary

Gil Borok
100 North Sepulveda Boulevard
Suite 1100
El Segundo, CA 90245

Executive Vice President

CBRE MULTIFAMILY CAPITAL, INC.
a Delaware corporation

OFFICERS

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Jay R. Arthur
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Senior Vice President and Controller

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Debera Fan
100 North Sepulveda Boulevard
Suite 1100
El Segundo, CA 90245

Senior Vice President and Treasurer

Brian D. McAllister
Two Palo Alto Square
3000 El Camino Real, Suite 100
Palo Alto, CA 94306

Senior Vice President and Assistant Secretary

Robert P. Vestewig
1500 City West Boulevard
Suite 200
Houston, TX 77042

Senior Vice President

Jeffrey W. Hurley
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Vice President

Chris M. Shamaly
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Assistant Secretary

Sally C. Hoyt
2800 Post Oak Boulevard
Suite 2100
Houston, TX 77056

Assistant Secretary

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CBRE MULTIFAMILY CAPITAL, 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 SECOND DAY OF JANUARY, A.D. 2008.

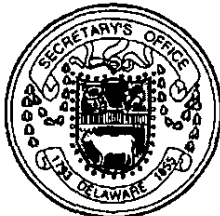
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4458291 8300

080004432

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6279263

DATE: 01-02-08