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Division of Corporations

Page 1 of 1

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**FOREIGN PROFIT/NONPROFIT CORPORATION**

**IPC (US) REALTY HOLDINGS III INC.**

Certificate of Status	1
Certified Copy	1
Page Count	05
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Electronic Filing Menu

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Help

MRD 3/5

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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. IPC (US) Realty Holdings III, 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. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FBI number, if applicable)

4. May 28, 2004 5. Perpetual  
(Date of incorporation) (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. 303 North Hurstbourne Parkway, Suite 115, Louisville, KY 40222  
(Principal office address)  
303 North Hurstbourne Parkway, Suite 115, Louisville, KY 40222  
(Current mailing address)

8. 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: 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: M. T. Fitzpatrick

(Registered agent's signature)

M.T. FITZPATRICK  
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**

SEE ATTACHED FOR A LIST OF DIRECTORS

Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

**B. OFFICERS**

SEE ATTACHED FOR A LIST OF OFFICERS

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

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. \_\_\_\_\_

Gerald J. Reihscn, III, Executive Vice President - Corporate Development &amp; Legal and Secretary

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

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## IPC (US) REALTY HOLDINGS III, INC.

ATTACHMENT  
TO  
APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

DIRECTORS NAMES AND ADDRESSES		
<u>NAME</u>	<u>ADDRESS</u>	<u>CITY, STATE, ZIP CODE</u>
Gerald J. Roihson, III	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Gary S. Bresky	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
M. Jason Mattox	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Bruce Wibbels	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Lynn Allen	15601 Dallas Parkway, Ste. 600	Addison, TX 75001

OFFICERS NAMES AND ADDRESSES			
<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>	<u>CITY, STATE, ZIP CODE</u>
Robert M. Behringer	Chief Executive Officer	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Robert S. Aisner	President and Co-Chief Operating Officer	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Robert J. Chapman	Executive Vice President and Co-Chief Operating Officer	15601 Dallas Parkway, Ste. 600	Addison, TX 75001

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<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>	<u>CITY, STATE, ZIP CODE</u>
Gerald J. Reihnen, III	Executive Vice President- Corporate  Development & Legal Secretary	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Gary S. Bresky	Executive Vice President and Chief Financial Officer	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Cindy A. Fallis-Cooper	Treasurer	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Lynn Allen	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Andrew J. Bruce	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Jon L. Dooley	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Samuel A. Gillespie	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
William Terry Kennon	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Edward J. Kittleson	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Bruce Wibbels	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001
Holly Belter-Chesser	Vice President	15601 Dallas Parkway, Ste. 600	Addison, TX 75001

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IPC (US) REALTY HOLDINGS III, 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 FOURTH DAY OF MARCH, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "IPC (US) REALTY HOLDINGS III, INC." WAS INCORPORATED ON THE TWENTY-EIGHTH DAY OF MAY, A.D. 2004.

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.

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08 MAR -4 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6423722

DATE: 03-04-08

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