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Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6381

From:

AMY J. PATTERSON

Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
Phone : (407) 650-1000-1540
Fax Number : (407) 540-2699

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

CNL Income Hawaiian Waters TRS Corp.

Certificate of Status	1
Certified Copy	1
Page Count	04
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T. Burch FEB 12 2009



February 11, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CNL FINANCIAL GROUP, INC.

SUBJECT: CNL INCOME HAWAIIAN WATERS TRS CORP.
REF: W09000006675

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the names and street addresses of the officers and directors of the corporation on the form/application.

If you have any further questions concerning your document, please call (850) 245-6973.

Claretha Golden
Regulatory Specialist II
New Filing Section

FAX Aud. #: H09000031177
Letter Number: 009A00004891

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. CNL Income Hawaiian Waters TRS Corp.

(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. February 4, 2009

(Date of incorporation)

5.

Perpetual

(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. 450 S. Orange Avenue, Orlando, FL 32801

(Principal office address)

PO Box 4920, Orlando, FL 32801

(Current mailing address)

8. owner/lessor of personal property

(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: Amy J. Patterson

Office Address: 450 S. Orange Avenue

Orlando

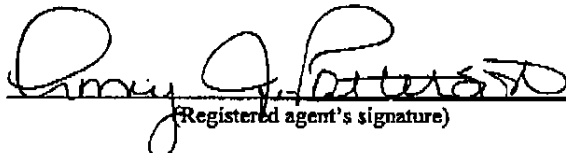
(City)

, Florida 32801

(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.


(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: PLEASE SEE ATTACHED

Address:

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

B. OFFICERS

President: PLEASE SEE ATTACHED

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. Amy Sinelli, Director

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

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Entity Name	CNL Income Hawaiian Waters TRS Corp.
* Address for officers/directors: 450 S. Orange Avenue, Orlando, FL 32801	
Name	Title
Muller, Charles A.	Director
Quintan, Tammie A.	Director
Sinelli, Amy	Director
DeAngelis, David V.	Independent Director
Fridlington, John L.	Independent Director
Scarcelli, Linda A.	Assistant Secretary
Muller, Charles A.	Executive Vice President
Quinlan, Tammie A.	Executive Vice President
Carlock, Jr., Raymon Byron	President
Sinelli, Amy	Secretary
Johnson, Joseph T.	Senior Vice President
Sinelli, Amy	Senior Vice President
Bourne, Robert A.	Treasurer

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**** Address for Independent Directors 608 So. Service Rd., Suite 120, Melville, NY 11724**

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Delaware

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The First State

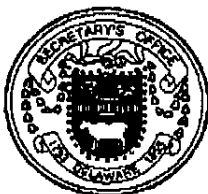
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CNL INCOME HAWAIIAN WATERS TRS CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTH DAY OF FEBRUARY, A.D. 2009.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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at corp.delaware.gov/authver.shtml



Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7118024

DATE: 02-04-09