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FOREIGN PROFIT/NONPROFIT CORPORATION

Forest City Residential Group, Inc.

Certificate of Status	1
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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. Forest City Residential Group, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Ohio

(State or country under the law of which it is incorporated)

3. 38-3343754

(FEI number, if applicable)

4. 10/31/2000

(Date of incorporation)

5. Perpetual

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

6. 12/29/2006

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

7. 50 Public Square, Suite 1360, Cleveland, OH 44113

(Principal office address)

50 Public Square, Suite 1360, Cleveland, OH 44113

(Current mailing address)

8. To own a general partnership interest in Lifestyles At Boot Ranch, a Florida general partnership.

(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

(City)

Florida 33324

(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.

CT Corporation System

By: Chris McNear

(Registered agent's signature)

Chris McNear
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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TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: Ronald A. Ratner

Address: 50 Public Square, Suite 1360
Cleveland, OH 44113

Vice Chairman: n/a

Address: _____

Director: Charles A. Ratner

Address: 50 Public Square, Suite 1360
Cleveland, OH 44113

Director: James J. Prohaska

Address: 50 Public Square, Suite 1360
Cleveland, OH 44113

B. OFFICERS

President: Ronald A. Ratner

Address: 50 Public Square, Suite 1360
Cleveland, OH 44113

Vice President: James J. Prohaska

Address: 50 Public Square, Suite 1360
Cleveland, OH 44113

Secretary: Geralyn M. Presti

Address: 50 Public Square, Suite 1360, Cleveland, OH 44113

Treasurer: Robert G. O'Brien

Address: 50 Public Square, Suite 1360, Cleveland, OH 44113

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. James J. Prohaska, Vice President

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

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show FOREST CITY RESIDENTIAL GROUP, INC., an Ohio corporation, Charter No. 970014, having its principal location in Cleveland, County of Cuyahoga, was incorporated on March 04, 1997 and is currently in GOOD STANDING upon the records of this office.

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*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 31st day of March, A.D. 2009*

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V200990M5D929