

# F95000000068

WOLF, BLOCK, SCHORR AND SOLIS-COMEN

TWELFTH FLOOR PACKARD BUILDING  
300 E. CORNHILL AND CORNHILL STREET  
PHILADELPHIA, PA 19106-2628

215-977-2543

FAX: 215-977-2543  
FAX: 215-977-2543

GLOBAL VILLAGE COMMUNITY CENTER  
300 E. CORNHILL AND CORNHILL STREET  
PHILADELPHIA, PA 19106-2628  
FAX: 215-977-2543  
FAX: 215-977-2543

300 E. CORNHILL AND CORNHILL STREET  
PHILADELPHIA, PA 19106-2628  
FAX: 215-977-2543  
FAX: 215-977-2543

DIRECT DIAL NUMBER

(215) 977-2543

January 3, 1995

Secretary of State of Florida  
Qualification/Tax Lien Section  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: ORLANDO TWO RPF III REALTY CORP.

Gentlemen:

Attached hereto for filing with your office, please find the following:

1. Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in Florida in duplicate originals.
2. Good Standing Certificate and a certified copy of the Certificate of Incorporation evidencing existence of the corporation in the State of Delaware.
3. Our firm's check in the amount of \$140.00 representing the \$52.50 filing fee, \$35.00 registered agent fee and \$52.50 certified copy fee.

In addition, please issue a Good Standing/Subsistence Certificate evidencing qualification in your state at the time of filing. Our firm's check in the amount of \$8.75 is enclosed.

800001372798  
-01/06/95--01088--004  
\*\*\*140.00 \*\*\*140.00

25 JAN - 5 PM 3:24  
SECRETARY OF STATE  
FBI

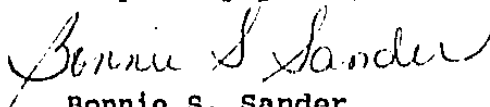
800001372798  
-01/06/95--01088--005  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Secretary of State of Florida  
01/03/95  
Page 2

Please return both the Good Standing/Subsistence  
Certificate and certified copy to the attention of the  
undersigned in the enclosed Federal Express package.

Thank you.

Very truly yours,



Bonnie S. Sander  
Corporate Services Department

bss/  
Enclosures

cc: J. R. Williams, Esquire

VIA FEDERAL EXPRESS

FILED  
SECRETARY OF STATE  
DIVISION OF RECORDS  
95 JAN -5 AM 9:24

## TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION  
DIVISION OF CORPORATIONS

SUBJECT: ORLANDO TWO RPT III REALTY CORP.  
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

BONNIE S. SANDER

(Name of Person)

c/o WOLF, BLOCK, SCHORR AND SOLIS-COHEN

(Firm/Company)

S.E. CORNER 15TH & CHESTNUT STREETS

12TH FLOOR PACKARD BUILDING

(Address)

PHILADELPHIA, PA 19102

(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

BONNIE S. SANDER

(Name of Person)

at ( 215 ) 977-2543

Area Code & Daytime Telephone Number

### COURIER ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

### MAILING ADDRESS:

Qualification/Tax Lien Sec.  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
35 JAN -5 PM 9:24

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. ORLANDO TWO RPT III REALTY CORP.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. BEING APPLIED FOR  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. December 5, 1994 5. PERPETUAL  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. c/o GE Investments, 3003 Summer Street  
Stamford, Connecticut 06904  
(Current mailing address)

8. Real Estate Investment  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: CORPORATION SERVICE COMPANY  
Office Address: 1201 Ways Street  
Tallahassee, Florida, 32301  
(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.*

[Signature]  
(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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN -5 PM 9:26

12. Names and addresses of officers and/or directors:

A. DIRECTORS

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

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

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

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

Director: Michael J. Strone

Address: c/o GE Investments, 3003 Summer Street

Stamford, CT 06904

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

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

B. OFFICERS

President: Robert P. Gigliotti

Address: c/o GE Investments, 3003 Summer Street

Stamford, CT 06904

Executive Vice President: Michael J. Strone

Address: c/o GE Investments, 3003 Summer Street

Stamford, CT 06904

Secretary: Michael J. Strone

Address: c/o GE Investments, 3003 Summer Street

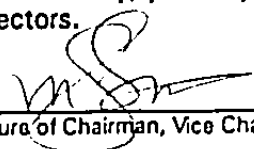
Stamford, CT 06904

Treasurer: Stephen J. Levanti

Address: c/o GE Investments, 3003 Summer Street

Stamford, CT 06904

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

13.   
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Michael J. Strone, Executive Vice President & Secretary  
(Typed or printed name and capacity of person signing application)

95 JUL -5 PM 9:24  
SECRETARY  
DIVISION OF  
REGISTRATION

ADDENDUM TO APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA  
OF  
ORLANDO TWO RPF III REALTY CORP.

12B. Officers names and addresses are:

OFFICERS:

Philip A. Riordan, Executive Vice President	3003 Summer Street Stamford, CT 06904
David W. Wielerecht, Executive Vice-President	3003 Summer Street Stamford, CT 06904
Stephen B. Hoover, Executive Vice-President	3003 Summer Street Stamford, CT 06904
B. Bradford Barrett, Executive Vice-President	2029 Century Park East Suite 1230 Los Angeles, CA 90067
Mark Knapp, Vice President	2029 Century Park East Suite 1230 Los Angeles, CA 90067
Preston R. Sargent, Vice President	3003 Summer Street Stamford, CT 06904
Gerald Karr, Vice President	3003 Summer Street Stamford, CT 06904
Susan M. Doyle, Vice President	3003 Summer Street Stamford, CT 06904
Robin L. Novak, Vice President	3003 Summer Street Stamford, CT 06904

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN -5 AM 9:24

Office of the Secretary of State

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ORLANDO TWO RPF III REALTY 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 TWELFTH DAY OF DECEMBER, A.D. 1994.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JAN -5 AM 9:24



*Edward J. Freel*

Edward J. Freel, Secretary of State

2458356 8200

944241784

AUTHENTICATION 7234534

DATE 12-12-94