

CORPORATION INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0191 FAX

**CSC networks**

800-142-8086

F95000001087

MAIL TO:  
P.O. BOX 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 554454 97495

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : March 7, 1995

ORDER TIME : 10:01 AM

ORDER NO. : 554454

CUSTOMER NO: 97495

CUSTOMER: Mr. Deborah L. Fish  
Trammell Crow  
Suite 2000  
6400 Congress Avenue  
Boca Raton, FL 33487

FOREIGN FILINGS

NAME: TCR SFA BOYNTON BEACH II, INC.

XX PROFIT  
       NON-PROFIT

       CORPORATE  
       LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

**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. TCR SFA Boynton Beach II, Inc.  
(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. Texas  
(State or country under the law of which it is incorporated)
3. 75-2583893  
(FEI number, if applicable)
4. March 2, 1995  
(Date of Incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification.  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. 717 N. Harwood, Suite 1200, LB 128  
Dallas, TX 75201  
(Current mailing address)
8. Real estate development.  
(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:**

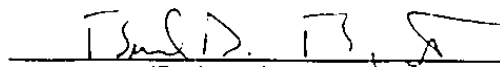
Name: Brad D. Bryant

Office Address: 6400 Congress Ave., Suite 2000

Boca Raton, Florida, 33487  
(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)  
Brad D. Bryant

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 addresses of officers and/or directors.

A. DIRECTORS

Chairman (see attachment) \_\_\_\_\_

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

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

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

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

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

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

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

B. OFFICERS

President: (see attachment) \_\_\_\_\_

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

14. Penny A. Lincoln, Assistant Secretary  
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS  
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TCR SEA BOYNTON BEACH II, INC.,  
a Texas corporation

List of Officers & Directors

<u>Name and Title</u>	<u>Address</u>
Chris D. Wheeler Director/President	6400 Congress Avenue Suite 2000 Boca Raton, FL 33487
J. Ronald Terwilliger Director/Vice President	2859 Paces Ferry Road Suite 1400 Atlanta, GA 30339
Harlan R. Crow Vice President	2001 Ross Avenue 3500 Trammell Crow Center Dallas, TX 75201
Randy J. Pace Vice President/Secretary/ Treasurer	717 N. Harwood, Suite 1200 Dallas, TX 75201
Brad D. Bryant Vice President	6400 Congress Avenue Suite 2000 Boca Raton, FL 33487
William C. MacDonald Vice President	6400 Congress Avenue Suite 2000 Boca Raton, FL 33487
Greg W. Iglehart Vice President	6400 Congress Avenue Suite 2000 Boca Raton, FL 33487
Clifford A. Breining Vice President	6552 Via Dos Valleys Rancho Santa Fe, CA 92067
Deborah L. Fish Assistant Secretary	6400 Congress Avenue Suite 2000 Boca Raton, FL 33487

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Phyllis Cephas  
Assistant Secretary

717 N. Harwood, Suite 1200  
Dallas, TX 75201

Lee Ann Shamblin  
Assistant Secretary

717 N. Harwood, Suite 1200  
Dallas, TX 75201

Penny A. Lincoln  
Assistant Secretary

717 N. Harwood, Suite 1200  
Dallas, TX 75201

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# The State of Texas

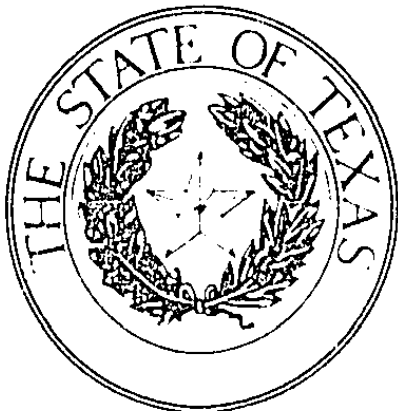
## SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that  
Articles of Incorporation  
of

TCR SFA BOYNTON BEACH II, INC.

were filed in this office and a certificate of incorporation was issued on  
MARCH 2, 1995;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and  
that the corporation is still in existence.



*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on March 2, 1995.*

*1087.*  
Antonio O. Garza, Jr.  
Secretary of State

CER

SECRETARY OF STATE  
MAR 2 1995