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CSC networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 583774 86901M

AUTHORIZATION :

COST LIMIT : 9

ORDER DATE : April 24, 1995

ORDER TIME : 9:04 AM

ORDER NO. : 583774

CUSTOMER NO: 86901M

CUSTOMER: Ms. Adriana Maravilla
Prentice Hall Legal &
33 North LaSalle Street
Suite 1925
Chicago, IL 60602

7000002408837
-04/24/95-1010000013
*****70.00*****70.00

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
APR 24 PM 12:03

FOREIGN FILINGS

NAME: ATLANTIC HOMESTEAD VILLAGE
INCORPORATED

☒ PROFIT
☐ NON-PROFIT

☐ CORPORATE
☐ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO BUSINESS IN THE
STATE OF FLORIDA:

1. Atlantic Homestead Village 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. Maryland
(State or country under the law of which it is incorporated)
3. 742742295
(FEI number, if applicable)
4. April 3, 1995
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qual.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 6 Piedmont Center, Suite 600, Atlanta, GA 30305
(Current mailing address)
8. To invest in and own real estate
(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: The Prentice-Hall Corporation System, Inc.

Office Address: 110 N. Magnolia

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.

By: Robert L. Smith, Secretary

(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.

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

A. DIRECTORS

Chairman: See attached rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached rider

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

14. Paul E. Szarek, Secretary
(Typed or printed name and capacity of person signing application)

ATLANTIC HOMESTEAD VILLAGE INCORPORATED

Officers:

<u>Name</u>	<u>Title</u>	<u>Address</u>
David C. Dressler, Jr.	Managing Director	125 Lincoln Avenue Santa Fe, NM 87501
Mark G. Conroe	Senior Vice President	125 Lincoln Avenue Santa Fe, NM 87501
<i>John</i> James R. Patterson	Senior Vice President	125 Lincoln Avenue Santa Fe, NM 87501
James M. Harley	Vice President	125 Lincoln Avenue Santa Fe, NM 87501
Mike Riley	Vice President	125 Lincoln Avenue Santa Fe, NM 87501
Paul E. Szurek	Secretary	125 Lincoln Avenue Santa Fe, NM 87501
Leanne L. Gallagher	Assistant Secretary	125 Lincoln Avenue Santa Fe, NM 87501

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 24 PM 12:05

Directors:

<u>Name</u>	<u>Address</u>
C. Ronald Blankenship	125 Lincoln Avenue Santa Fe, NM 87501
David C. Dressler, Jr.	125 Lincoln Avenue Santa Fe, NM 87501
John H. Gardner	125 Lincoln Avenue Santa Fe, NM 87501
Constance B. Moore	125 Lincoln Avenue Santa Fe, NM 87501
James C. Potts	6 Piedmont Center Suite 600 Atlanta, GA 30305

STATE OF MARYLAND

357592

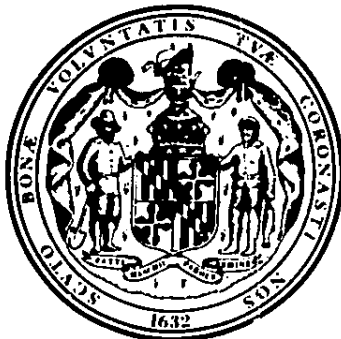
DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 24 PM 12:05

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ATLANTIC HOMESTEAD VILLAGE INCORPORATED IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 20TH DAY OF APRIL, 1995.

Nancy Grueninger
NANCY GRUENINGER
ADMINISTRATIVE OFFICER



THE UNITED STATES
CORPORATION
COMPANY

F95000001977

ACCOUNT NO. : 072100000032

REFERENCE : 239894 4304394

AUTHORIZATION : *Patricia Pappas*

COST LIMIT : \$ 35.00

ORDER DATE : January 28, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 239894-005

100002072071--6

CUSTOMER NO: 4304394

CUSTOMER: Ms. Carrie Richards
Mayer, Brown & Platt
190 South La Salle Street
Chicago, IL 60603

FOREIGN FILINGS

NAME: ATLANTIC HOMESTEAD VILLAGE
INCORPORATED

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNER

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

FILED
97 JAN 29 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION
RECEIVED
97 JAN 29 PM 12:20

*Withdrawal
1/29/97
DC*

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Atlantic Homestead Village Incorporated
(Name of Corporation)

Maryland
(Incorporated Under Laws Of)

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

125 Lincoln Avenue
(Mailing Address)

Santa Fe, New Mexico 87501
(City/State/Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.

JA Klop
Signature

Senior Vice President & Secretary
Title

Jeffrey A. Klop
Typed or printed name

January 21, 1997
Date

FILED
91 JAN 29 PM 3:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA