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CT CORPORATION SYSTEM
Filipino's Name
660 EAST JEFFERSON STREET
Address
TALLAHASSEE FL 32301 222-1092
City State Zip Phone

CORPORATION(S) NAME

000001523260
-06/26/95--01070--010
*****35.00 *****35.00

000001523260
-06/26/95--01070--011
*****35.00 *****35.00

Walden Operating, Inc.

- ☒ Profit
☐ NonProfit
☐ Limited Liability Company
☐ Foreign
☐ Amendment
☐ Dissolution/Withdrawal
☐ Annual Report
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. Walden Operating, 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. Delaware
(State or country under the law of which it is incorporated)
3. 75-2601891
(FEI number, if applicable)
4. June 20, 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 817.156, F.S.))
7. 13601 Prenton Road, Suite 800W, Dallas, Texas 75240
(Current mailing address)
8. See attached purpose clause
(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: C T Corporation System
Office Address: c/o C T Corporation System, 1200 South Pine Island Road
Plantation, Florida, 33324
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

C T Corporation System

M.S. Green

(Registered agent's signature) (Officer)

M.S. Green M.S. GREEN

(Type Name and Title of Officer)

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: Don A. Dancke

Address: 11601 Preston Road, Suite 800W

Dallas, Texas 75240

Vice Chairman: _____

Address: _____

Director: Marshall B. Edwards

Address: 11601 Preston Road, Suite 800W

Dallas, Texas 75240

Director: Mark S. Dillinger

Address: 11601 Preston Road, Suite 800W

Dallas, Texas 75240

B. OFFICERS

President: see attached list of officers

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 Chairman, Vice Chairman, or any officer listed in number 12 of this application)

14. Mark S. Dillinger, Executive Vice President

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

RECEIVED
SECRETARY OF THE
TREASURY
JUN 26 1964

Appendix to Florida
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of
Walden Operating, Inc.**

Serve as general partner of a limited partnership which will invest in, purchase, develop, own, manage, lease, finance and dispose of multi-family real estate properties.

Appendix to Application for Authorization to Transact Business in Florida

**Officers of
Walden Operating, Inc.**

1. Don R. Dasoko, Chief Executive Officer
13601 Preston Road, Suite 800W
Dallas, Texas 75240
2. Marshall B. Edwards, President and Chief Acquisitions Officer
13601 Preston Road, Suite 800W
Dallas, Texas 75240
3. Mark S. Dillingor, Executive Vice President and Chief Financial Officer
13601 Preston Road, Suite 800W
Dallas, Texas 75240
4. Steve T. Lamberti, Executive Vice President and Chief Operating Officer
13601 Preston Road, Suite 800W
Dallas, Texas 75240
5. Edward H. Hatzenbuehler, Vice President and Secretary
13601 Preston Road, Suite 800W
Dallas, Texas 75240

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WALDEN OPERATING, INC." 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 TWENTY-THIRD DAY OF JUNE, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

SECRET
DIVISION OF REVENUE
55 JUN 23 PM 12:41




Edward J. Freel, Secretary of State

2514175 8300

950140700

AUTHENTICATION:

7551098

DATE

06-23-95