

F95000003532

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-0171  
74-222-0111

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 644240 86901M

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : July 19, 1995

ORDER TIME : 10:17 AM

ORDER NO. : 644240

CUSTOMER NO: 86901M

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

200001541212  
-07/19/95-01030-014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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95 JUL 19 PM 1:33  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: SECURITY CAPITAL INDUSTRIAL  
INCORPORATED

X        PROFIT  
       NON-PROFIT

       CORPORATE  
       LIMITED PARTNERSHIP

X        QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
X        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

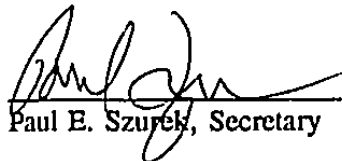
95 JUL 19 AM 11:18  
DIVISION OF CORPORATIONS  
RECEIVED

Paul E. Szurek, Secretary of Security Capital Industrial Incorporated, a corporation duly organized under the laws of the State of Maryland, does hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of said corporation, adopted at a special meeting held on the 12th day of July, 1995.

"RESOLVED, that, inasmuch as this corporation desires to transact business in the State of Florida, and inasmuch as the Board of Directors has been advised that the name of this corporation is not available for corporate use in the State of Florida, this corporation adopt the fictitious name Security Capital Industrial Properties Incorporated for use in transacting business in the State of Florida pursuant to Section 607.311, Florida General Corporation Act, and

"FURTHER RESOLVED, that the officers of the corporation be and hereby are authorized and directed to cause any and all required documents to be prepared, executed, and filed so that this corporation may obtain a Certificate of Authority pursuant to the Florida General Corporation Act, and to cause this corporation to use the said fictitious name in the transaction of business in the State of Florida."

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DIVISION OF CORPORATIONS  
95 JUL 19 PM 1:33

  
Paul E. Szurek, Secretary

**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. Security Capital Industrial Incorporated  
(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. 74-2604729  
(FEI number, if applicable)
4. June 20, 1991  
(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 617.155, F.S.)
7. 125 N. Lincoln Avenue  
Santa Fe, New Mexico 87501  
(Current mailing address)
8. Provides general management services to Security Capital Industrial  
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)  
Trust, a publicly held real estate investment trust.
9. **Name and street address of Florida registered agent:**  
The Prentice-Hall Corporation  
Name: System, Inc.  
Office Address: 1201 Hays Street, Suite 105  
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.*  
The Prentice-Hall Corporation System, Inc.  
By: Michael Denson *Asst. Secretary*  
(Registered agent's signature)  
Michael Denson Asst. 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.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUN 19 PM 1:30

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

A. DIRECTORS

Chairman: See attached list.

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

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

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

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

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

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

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

B. OFFICERS

President: See attached list.

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 the application)

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

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DIVISION OF CORPORATIONS  
95 JUL 19 PM 1:34

# **OFFICERS AND DIRECTORS OF SECURITY CAPITAL INDUSTRIAL INCORPORATED**

## **DIRECTORS**

Irving F. Lyons, III  
Jeffrey H. Schwartz  
Robert J. Watson

## **ADDRESS**

125 Lincoln Avenue, Santa Fe, NM 87501  
125 Lincoln Avenue, Santa Fe, NM 87501  
125 Lincoln Avenue, Santa Fe, NM 87501

## **OFFICERS**

## **OFFICE**

## **ADDRESS**

K. Dane Brookaher	Co-Chairman & Chief Operating Officer	14100 E. 35th Place, Aurora, CO 80011
Thomas G. Wattles	Co-Chairman & Chief Operating Officer	125 Lincoln Avenue, Santa Fe, NM 87501
Irving F. Lyons, III	Managing Director	125 Lincoln Avenue, Santa Fe, NM 87501
Jeffrey H. Schwartz	Managing Director	125 Lincoln Avenue, Santa Fe, NM 87501
Robert J. Watson	Managing Director	125 Lincoln Avenue, Santa Fe, NM 87501
Ned K. Anderson	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Thomas P. Garrigan	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Donald W. Madsen	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Brian C. Mott	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Walter C. Rakowich	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
John W. Sciple	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Robert G. Stuckey	Senior Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Roberta C. Ballantyne	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Claude A. Billings	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
James D. Cochran	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Charles D. Coleman	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Paul C. Congleton	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
R. Stan Conway	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Mark H. Degner	Vice President	14100 E. 35th Place, Aurora, CO 80011
Frank H. Fallon	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Richard B. Fried	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Larry H. Harmsen	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
M. Marc Jason	Vice President	14100 E. 35th Place, Aurora, CO 80011
Douglas A. Kiersey, Jr.	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
James W. Kluber	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Robert A. Kritt	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Brian N. Marsh	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
J. Thomas Mercer	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Steven K. Meyer	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Ronald W. Mills	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
R.A.D. Morton, III	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
David S. Morze	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Donald E. Myers	Vice President	14100 E. 35th Place, Aurora, CO 80011
Robert J. Neal	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Peter J. Nielsen	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
William D. Petsas	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Pamela D. Porter	Vice President	14100 E. 35th Place, Aurora, CO 80011
Betty J. Remstedt	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
A. Richard Rider, Jr.	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Mary E. Slatter	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Steven O. Spaulding	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Charles E. Sullivan	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Edwin D. Wagers	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
James P. Wilson	Vice President	125 Lincoln Avenue, Santa Fe, NM 87501
Paul E. Szurek	Secretary	125 Lincoln Avenue, Santa Fe, NM 87501
Lucinda G. Marker	Assistant Secretary	125 Lincoln Avenue, Santa Fe, NM 87501

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State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SECURITY CAPITAL INDUSTRIAL INCORPORATED" 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 SEVENTEENTH DAY OF JULY, A.D. 1995.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 19 PM 1:34



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A handwritten signature in cursive script, reading "Edward J. Freel".

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Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

7574995

07-17-95