

F95000003549

Document Number Only

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

200001544062
-07/24/95--01054--015
*****70.00 *****70.00

Kola Tampa Realty Holding Co., Inc

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☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Limited Partnership
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CR2E031 (1-89)

**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:**

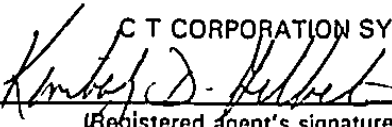
1. Koala Tampa Realty Holding Co., Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 13-3842317
(FEI number, if applicable)
4. 07/19/95
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. will acquire real property on 07/28/95
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. c/o J.P. Morgan Investment Management, Inc.
522 Fifth Avenue, 12th Floor, New York, New York, 10036
(Current mailing address)
8. see attached
(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)

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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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)
Kimberly D. Gilbert Asst. Secretary
(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: see attached list

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: _____

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. Anne M. Mancuso JUL 9 1 1995
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Anne M. Mancuso, Secretary
(Typed or printed name and capacity of person signing application)

8. The exclusive purpose of the Corporation is to acquire, hold title to, and collect income from real property for the Commingled Pension Trust Fund (Special Situation Investments-Real Estate) of Morgan Guaranty Trust Company of New York and to turn over the entire amount of such income less expenses to said trust in such a manner as to satisfy the requirements of a title-holding corporation exempt from Federal income tax under Section 501(c)(25) of the Internal Revenue Code of 1986, (the "Code"), and to engage in any lawful acts or activities incidental thereto (including, without limitation, entering into purchase and sale agreements and property management agreements with respect to real property and enforcing all rights incidental to such agreements) for which corporations may be organized under the General Corporation Law of the State of Delaware which are consistent with the foregoing purpose and the requirements of Section 501(c)(25) of the Code.

DIRECTORS

NAME	ADDRESS
ANNE S. PFEIFFER	23 WALL STREET, NEW YORK, NY 10260-0023
KARYN K. BENDIT	"
TIMOTHY J. HEISE	"
JAMES S. OLSON	"
DONALD K. WIEST, JR.	"

OFFICERS

TITLE	ADDRESS
PRESIDENT	DONALD K. WIEST, JR. 23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND TREASURER	KARYN K. BENDIT "
VICE PRESIDENT AND ASSISTANT SECRETARY	ERLING ASHEIM "
VICE PRESIDENT AND ASSISTANT SECRETARY	JERRY W. BAIRD "
VICE PRESIDENT AND ASSISTANT SECRETARY	KIRSTEN CHAPMAN "
VICE PRESIDENT AND ASSISTANT SECRETARY	WILLIAM N. CINNAMOND, JR. "
VICE PRESIDENT AND ASSISTANT SECRETARY	ANN E. COLE "
VICE PRESIDENT AND ASSISTANT SECRETARY	WAYNE A. COMER "
VICE PRESIDENT AND ASSISTANT SECRETARY	SHERYL M. CROSLAND "
VICE PRESIDENT AND ASSISTANT SECRETARY	KEVIN J. FAXON "
VICE PRESIDENT AND ASSISTANT SECRETARY	RENA FLAUM "

OFFICERS (CONTINUED)

TITLE		ADDRESS
VICE PRESIDENT AND ASSISTANT SECRETARY	EVAN M. GRAF	23 WALL STREET, NEW YORK, NY 10260-0023
VICE PRESIDENT AND ASSISTANT SECRETARY	TIMOTHY J. HEISE	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES C. McLOUGHLIN	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL F. MINKOFF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES S. OLSON	"
VICE PRESIDENT AND ASSISTANT SECRETARY	ANNE S. PFEIFFER	"
VICE PRESIDENT AND ASSISTANT SECRETARY	HENRY A. RAEMSCH	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES E. ROSASCO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL VOLPANO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES M. WALSH	"
VICE PRESIDENT AND ASSISTANT SECRETARY	RICHARD S. WOJEWODZKI	"
SECRETARY AND ASSISTANT TREASURER	ANNE M. MANCUSO	"

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 "KOALA TAMPA REALTY HOLDING CO., 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 TWENTIETH DAY OF JULY, A.D. 1995.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 24 PM 12:15




Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7580213

07-20-95