

F95000004152

1201 HAYS STREET
TALLAHASSEE, FL 32301

000-342-0006

please file
1st



ACCOUNT NO. : 0721000000032

REFERENCE 669322 4371A
AUTHORIZATION Patucia Pizote

COST LIMIT : 0 131.25

ORDER DATE : August 25, 1995

ORDER TIME : 1:43 PM

2000001571482

ORDER NO. : 669322

CUSTOMER NO: 4371A

CUSTOMER: Vivian Godoy, Legal Assistant
Paul Hastings Janofsky
23rd Floor
555 South Flower Street
Los Angeles, CA 90071

FOREIGN FILINGS

*****PLEASE FILE FIRST*****

NAME: SPV REAL ESTATE CORPORATION

XX PROFIT

XX CORPORATE

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

RECEIVED
95 AUG 29 PM 6:15
DIVISION OF CORPORATIONS

58/29
95 AUG 29 AM 8:55
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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. SPV Real Estate Corporation
(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. California
(State or country under the law of which it is incorporated)
3. 95-3345983
(FEI number, if applicable)
4. December 24, 1993
(Date of Incorporation)
5. Perpetual
(Duration: Your corp. will cease to exist or "perpetual")
6. N/A
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. 1999 Avenue of the Stars, Suite 2000
Los Angeles, CA 90067
(Current mailing address)
8. Hold interests in partnerships and limited liability companies which 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: 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 obligations of my position as registered agent.

C T CORPORATION SYSTEM

(Registered agent's signature) (Officer)

Thomas C. Totaro
Assistant Secretary

(Type Name and Title of Officer)

FILED
DIVISION OF REVENUE
55 AUG 29 PM 3:55

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: _____

Address: _____

Director
~~Vice Chairman~~: Jeffrey A. Dritley

Address: 1999 Avenue of the Stars, Suite 2000
Los Angeles, CA 90067

Director: Amy J. Wissmann

Address: 1999 Avenue of the Stars, Suite 2000
Los Angeles, CA 90067

Director: _____

Address: _____

B. OFFICERS

President: Jeffrey A. Dritley

Address: 1999 Avenue of the Stars, Suite 2000
Los Angeles, CA 90067

Vice President: _____

Address: _____

Secretary: Amy J. Wissmann

Address: 1999 Avenue of the Stars, Suite 2000
Los Angeles, CA 90067

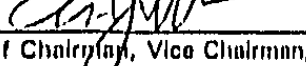
FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS
55 AUG 29 AM 8:55

Treasurer: Amy J. Winmann

Address: 1999 Avenue of the Stars, Suite 2000

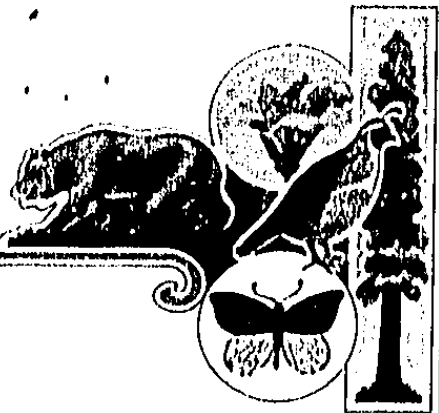
Los Angeles, CA 90067

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. Amy J. Winmann, Director, Secretary and Chief Financial Officer
(Typed or printed name and capacity of person signing application)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 29 AM 8:55



State of California

SECRETARY OF STATE



CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the 24th day of December, 19 93

SPV REAL ESTATE CORPORATION

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.



IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this
25th day of August, 1995

Bill Jones
BILL JONES
Secretary of State

F9500004152

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 15, 1996

SPV REAL ESTATE CORPORATION
1999 AVENUE OF THE STARS, SUITE 2000
LOS ANGELES, CA 90067

SUBJECT: SPV REAL ESTATE CORPORATION
Ref. Number: F95000004152

Debit Memo #: 13196-C

This is to inform you that check #111 in the amount of \$225.00 submitted with the annual report for SPV REAL ESTATE CORPORATION has been returned by your bank because of ACCOUNT CLOSED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$240.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after October 15, 1996 and a reinstatement fee of an additional \$385 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 696A00038856

F95000004152

700001938947
-09/04/96--01162--005
***240.00 ***240.00

September 3, 1996

REPLACEMENT FEE 1996

ANNUAL REPORT: SPV REAL ESTATE
CORPORATION

DEBIT MEMO: # 13196-C

CHECK #: 111