

F95000005051

815 Superior Avenue NE
Cleveland, OH 44114
Tel 216 621 4270
Fax 216 621 4059

October 11, 1995

C T Corporation System
Attn: Connie
660 East Jefferson Street
Tallahassee, Florida 32301

500001609845
-10/12/95--01080--0005
*****70.00 *****70.00

Re: KeyCorp Real Estate Capital Markets, Inc. (OH. Dom.)

Order #: 318373

Dear Connie:

W95-20429

We request your assistance in filing qualification documents for the above named corporation with the Secretary of State upon receipt.

As soon as the documents are filed, please call me with confirmation of the filing. Evidence of the filing should be forwarded to my attention by regular mail.

If you have any questions regarding this filing, please call our toll-free number: 1-800-221-0556.

Very truly yours,



Diane Stout
Customer Specialists

ds/de

Enclosure(s)

Special Instructions: Name previously reserved for this purpose. ~~Self-Addressed Stamped envelope enclosed for your convenience in returning evidence of filings.~~

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT 17 PM 2:08

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TRANSACTION BUSINESS IN FLORIDA

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

1. KeyCorp Real Estate Capital Markets, 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. Ohio
(State or country under the law of which it is incorporated)
3. 34-1806991
(FEI number, if applicable)
4. January 30, 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 617.156, F.S.))
7. AppleTree Business Park, 2875 Union Rd., Cheektowaga, New York 14227
(Current mailing address)
8. To engage in commercial mortgage loan origination and servicing.
(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
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


(Registered agent's signature) (Officer)

Gil S. Apelis, Asst. Secty.
(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: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: see attached list of directors _____

Address: _____

Director: _____

Address: _____

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. William McMillan, Pres.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. William McMillan, President
(Typed or printed name and capacity of person signing application)

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

**Directors of
KeyCorp Real Estate Capital Markets, Inc.**

1. Pamela D. Gormley
127 Public Square
Cleveland, Ohio 44114-1306
2. Robert B. (Yank) Heisler, Jr.
127 Public Square
Cleveland, Ohio 44114-1306
3. James A. Fishell
127 Public Square
Cleveland, Ohio 44114-1306
4. George Emmons
127 Public Square
Cleveland, Ohio 44114-1306

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

**Officers of
KeyCorp Real Estate Capital Markets, Inc.**

-
1. William F. McMillan, Jr., President
127 Public Square
Cleveland, Ohio 44114-1306
 2. Craig S. Snyder, Senior Vice President
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 3. Dave E. Thatcher, Senior Vice President
Key Tower, 700 5th Ave., 37th Fl.
Seattle, Washington 98104
 4. Jon P. Reible, Vice President
127 Public Square
Cleveland, Ohio 44114-1306
 5. Brad Edwards, Vice President
Key Tower, 700 5th Ave., 37th Fl.
Seattle, Washington 98104
 6. Adrienne Keller, Vice President
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 7. Steven N. Bulloch, Secretary
127 Public Square
Cleveland, Ohio 44114-1306
 8. Deborah Fleischmann, Senior Vice President
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 9. Patrick J. Bianca, Vice President
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 10. Margaret Kania, Vice President
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 11. Marie Sweeney, Banking Officer
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
 12. Barbara Bredenberg, Banking Officer
AppleTree Business Park, 2875 Union Rd.

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Appendix to (cont)

Cheektowaga, New York 14227

13. Mary Holevinski, Banking Officer
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227
14. Sheila Darrow, Banking Officer
AppleTree Business Park, 2875 Union Rd.
Cheektowaga, New York 14227

**UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE.**

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*I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show KEYCORP REAL ESTATE CAPITAL MARKETS, INC., an Ohio corporation, Charter No. 895066, having its principal location in Cleveland, County of Cuyahoga, was incorporated on January 30, 1995 and is currently in **GOOD STANDING** upon the records of this office.*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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WITNESS my hand and official
seal at Columbus, Ohio this
10th day of October, A.D. 1995

Bob Taft

Bob Taft
Secretary of State

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # F95000005051

1. Corporation Name

KEYCORP REAL ESTATE CAPITAL MARKETS, INC.

Principal Place of Business

APPLETREE BUSINESS PARK
2875 UNION RD.
CHEEKTOWAGA NY 14227

Mailing Address

APPLETREE BUSINESS PARK
2875 UNION RD.
CHEEKTOWAGA NY 14227

If above addresses are incorrect in any way, line through incorrect information and enter correction below.

2. New Principal Office Address, if Applicable

3. New Mailing Office Address, if Applicable

Suite, Apt. #, etc.

127 PUBLIC SQUARE

Suite, Apt. #, etc.

127 PUBLIC SQUARE

City & State

CLEVELAND, OH

City & State

CLEVELAND, OH

Zip

44114

Country

U.S.

Zip

44114

Country

U.S.

REINSTATEMENT 96

4. Date Incorporated or Qualified To Do Business in Florida

10/17/1995

5. FEI Number

34-1808891

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

7. Names and Street Addresses of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

1. Title(s)	2. Name of Officers and/or Directors	3. Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	4. City / State / Zip
D	GORMLEY, PAMELA D	127 PUBLIC SQUARE	CLEVELAND OH 44114
D	HEISLER, ROBERT B JR.	127 PUBLIC SQUARE	CLEVELAND OH 44114
D	FISHELL, JAMES A	127 PUBLIC SQUARE	CLEVELAND OH 44114
D	EMMONS, GEORGE	127 PUBLIC SQUARE	CLEVELAND OH 44114
PT	MCMILLAN, WILLIAM F JR.	127 PUBLIC SQUARE	CLEVELAND OH 44114
V	REBLE, JON P	127 PUBLIC SQUARE	CLEVELAND OH 44114

8. Name and Address of Current Registered Agent

C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION FL 33324

9. Name and Address of New Registered Agent

Name

400002014954--4

Street Address (P.O. Box Number is Not Accepted)

11/25/96 01148-007
****375.00 ****375.00

Suite, Apt. #, Etc.

City

State

FL Zip Code

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of Registered Agent

Barbara A. Burke

BARBARA A. BURKE

SPECIAL ASSISTANT SECRETARY

Date 11-15-96

REGISTERED AGENT MUST SIGN

11. Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☐ No ☒

(See other side for information on intangible tax.)

12. I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fees owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

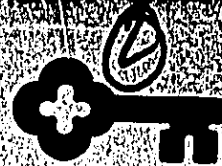
SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Date

Daytime Phone #

CR2000 (7/95)



KeyCorp Real Estate Capital Markets, Inc.

KeyCorp
Real Estate Capital Markets, Inc.
127 Public Square
Cleveland, Ohio 44114-1306

Name	Title	Address
George Ervonne	Director	127 Public Square - 6th Floor Cleveland, OH 44114-1306
James A. Fishell	Director	127 Public Square - 6th Floor Cleveland, OH 44114-1306
Pamela D. Garmley	Director	127 Public Square - 21st Floor Cleveland, OH 44114-1306
Robert B. Halter, Jr.	Director	127 Public Square - 21st Floor Cleveland, OH 44114-1306
William F. McMillan, Jr.	President & Treasurer	127 Public Square - 6th Floor Cleveland, OH 44114-1306
Deborah Fleischmann	Senior Vice President	3675 Union Road Chesterwage, NY 14227
Craig S. Snyder	Senior Vice President	3675 Union Road Chesterwage, NY 14227
David E. Thatcher	Senior Vice President	700 5th Ave. - 5th Floor Seattle, WA 98104
Timothy O'Connor	Controller	127 Public Square - 6th Floor Cleveland, OH 44114-1306
Patrick J. Bianco	Vice President	3675 Union Road Chesterwage, NY 14227
Brad Edwards	Vice President	700 5th Ave. - 5th Floor Seattle, WA 98104
Margaret Karis	Vice President	3675 Union Road Chesterwage, NY 14227
Ac/terne Keller	Vice President	3675 Union Road Chesterwage, NY 14227
Jon P. Reible	Vice President	127 Public Square - 6th Floor Cleveland, OH 44114-1306
Steven H. Suloch	Secretary	127 Public Square - 2nd Floor Cleveland, OH 44114-1306
Barbara Brodenberg	Banking Officer	3675 Union Road Chesterwage, NY 14227
Shella Darrow	Banking Officer	3675 Union Road Chesterwage, NY 14227
Mary Holavinski	Banking Officer	3675 Union Road Chesterwage, NY 14227
Marie Sweeney	Banking Officer	3675 Union Road Chesterwage, NY 14227