

F9500005299

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

TELEPHONE 1-800-352-1111
TOLL FREE 1-800-352-1111
*****20,000 *****20,000

SUBJECT: Paseo Del Mar Properties Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Vassiliki Tsilias, Esq.
(Name of Person)

Flott, Rosner & O'Brien
(Firm/Company)

1133 15th Street N.W., Suite 1200
(Address)

Washington D.C. 20005
(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Vassiliki Tsilias, Esq. at (202) 785-8634 ext. 29
(Name of Person) (Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

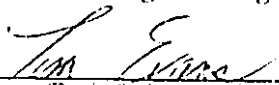
Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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**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. Paseo Del Mar Properties 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. Commonwealth of Virginia
(State or country under the law of which it is incorporated)
3. 54-1763015
(FEI number, if applicable)
4. December 16, 1994
(Date of Incorporation)
5. Perpetual
(Duration. Year corp. will cease to exist or "perpetual")
6. June 1, 1995
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 2000 North 14th Street, Suite 240
Arlington, Virginia 22201
(Current mailing address)
8. To own and manage real estate property
(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: (P.O. Box or Mail Drop Box NOT acceptable)**
Name: Tim Evans
Office Address: Assured Realty Services, Inc.
5405 Diplomat Circle, Suite 270, Orlando, Florida, 32810
(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.

(Registered agent's signature)
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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Stephen Flott

Address: 2655 Robert Walker Place

Arlington, Virginia 22207

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Stephen Flott

Address: 2655 Robert Walker Place

Arlington, Virginia 22207

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. Stephen Flott - President
(Typed or printed name and capacity of person signing application)

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

PASEO DEL MAR PROPERTIES INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is December 16, 1994.

Nothing more is hereby certified.

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FILED
STATE
CLERK



Signed and Sealed at Richmond
on this Date: September 26, 1995

William J. Bridge
William J. Bridge, Clerk of the Commission

F9500005299

Suite 2800
805 Third Avenue
New York, New York 10022
Telephone (212) 421-2159
Fax (212) 759-7080

FLOTT, ROSNER & O'BRIEN
2000 North 14th Street
Arlington, Virginia 22201
Telephone (703) 812-8100
Fax (703) 812-8105

Suite 1200
1133 15th Street, N.W.
Washington, D.C. 20005
Telephone (202) 785-8634
Fax (202) 466-2936

Lavanya Shashikant*
*Admitted in PA Only

Writer's Extension is 37

January 25, 1996

Florida Department of State
Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

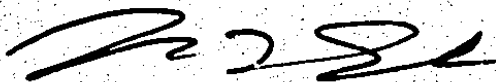
Re: Paseo Del Mar Properties Inc./F95000005299

Dear Madam/Sir:

Please be informed that the address to send correspondence for Paseo Del Mar Inc. has changed. All correspondence should now be sent to Lavanya Shashikant, Flott, Rosner & O'Brien, 2000 North 14th Street, Suite 240, Arlington, Virginia 22201.

Thank you for your assistance.

Yours truly,



Lavanya Shashikant

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