

F96000000561



RECEIVED
96 JAN 29 PM 3:08
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032
REFERENCE : 820158 4367284
AUTHORIZATION : Patricia Pizzuto
COST LIMIT : \$ 70.00

ORDER DATE : January 25, 1996

ORDER TIME : 1:02 PM

100001700691

ORDER NO. : 820158

W96-2204

CUSTOMER NO: 4367284

CUSTOMER: Ms. Denise Piel
Grubb & Ellis
One Montgomery Street
Telestar Tower - 9th Floor
San Francisco, CA 94104-4540

FOREIGN FILINGS

NAME: GRUBB & ELLIS MORTGAGE COMPANY

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: MJP

FILED
96 JAN 29 PM 1:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

pol
date please
January 29, 1996 *

CSC NETWORKS

OSuh
mt
2-2
SUBJECT: GRUBB & ELLIS MORTGAGE COMPANY
Ref. Number: W9600002204

We have received your document(s) in this office, however, the document is being returned for the following:

The name on the certificate should match the name on line one of the application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6097.

Michael Mays
Document Specialist

Letter Number: 696A00003853

RECEIVED
96 FEB -2 AM 11:27
DIVISION OF CORPORATION

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
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. GRUBB & ELLIS MORTGAGE COMPANY

(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. 94-3225933

(FEI number, if applicable)

4. MAY 25, 1995

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. To begin upon qualification

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))

7. One Montgomery Street, Telesis Tower, 9th Floor

San Francisco, CA 94104

(Current mailing address)

8. To provide Real Estate services

(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:**

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: [Signature]

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JAN 29 PM 1:04

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

A. DIRECTORS

SEE ATTACHED ADDENDUM

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

SEE ATTACHED ADDENDUM

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

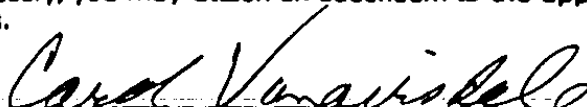
Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.



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

14.

CAROL M. VANAIRSDALE - VICE PRESIDENT & ASSISTANT SECRETARY
(Typed or printed name and capacity of person signing application)

GRUBB & ELLIS MORTGAGE COMPANY - OFFICERS & DIRECTORS

All Officers & Directors below hold the following address:

**One Montgomery Street, Telesis Tower, 9th Floor
San Francisco, CA, 94104**

Officers

Phillip D. Royster - President
Robert J. Hanlon, Jr. - Senior Vice President and Chief Financial Officer
Robert J. Walner - Vice President and Secretary
Ronald T. Bennewate - Vice President
Donald D. Morrow - Vice President
Timothy J. Prouty - Vice President
James E. Klescewski - Vice President and Controller
Scott Miller - Vice President and Assistant Controller
Carol M. Vanalrsdale - Vice President and Assistant Secretary
Edward J. Leahy - Vice President and Assistant Secretary

Directors

Phillip D. Royster
Robert J. Hanlon, Jr.
Allan D. Schuster

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 25th day of May, 19 96

GRUBB & ELLIS MORTGAGE COMPANY

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
31st day of January 1996



BILL JONES
Secretary of State

A handwritten signature in cursive script that reads "Bill Jones".

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 29 PM 1:04

F96000000561

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0771
1-800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 101118 4367284

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pizit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 SEP 30 PM 2:21

FILED

ORDER DATE : September 27, 1996

ORDER TIME : 8:51 AM

ORDER NO. : 101118

CUSTOMER NO: 4367284

600001959696

CUSTOMER: Ms. Denise Piel
Grubb & Ellis
One Montgomery Street
Telesis Tower - 9th Floor
San Francisco, CA 94104-4540

415-956-1990

FOREIGN FILINGS

NAME: GRUBB & ELLIS MORTGAGE
COMPANY

☒ PROFIT
☐ NON-PROFIT

☒ CORPORATE
☐ LIMITED PARTNERSHIP

XXXX AMENDMENT

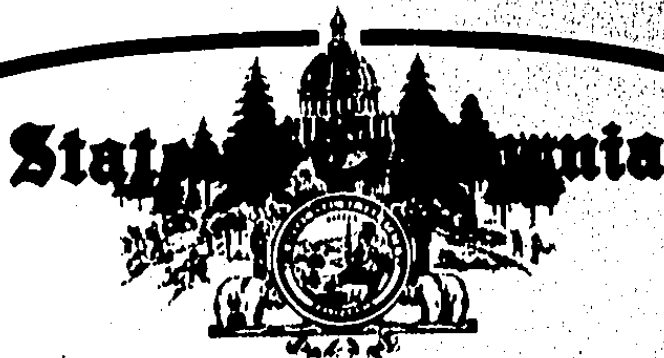
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED
96 SEP 30 AM 10:42
OFFICE OF CORPORATIONS
*Per phone call
Change the
date of authorization*

N HENDRICKS SEP 30 1996



SECRETARY OF STATE

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

That on the 17th *day of* September, 19 96,

there was filed in this office a(n) CERTIFICATE OF AMENDMENT

whereby Article FIRST *of the Articles of Incorporation of*

GRUBB & ELLIS MORTGAGE COMPANY

a California corporation, was amended to set forth a change of corporate name to

GRUBB & ELLIS MORTGAGE GROUP, INC.



*IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this
24th day of September, 1996.*

Bill Jones
Secretary of State

PROFIT CORPORATION

FILED

96 SEP 30 PM 2:22

**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**
(Pursuant to s. 607.1504, F.S.)

SECTION I

(1-3 must be completed)

1. Grubb & Ellis Mortgage Company
Name of corporation as it appears on the records of the Department of State.
2. California
Incorporated under the laws of
3. 1/29/96
Date authorized to do business in Florida

SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 17, 1996
5. Grubb & Ellis Mortgage Group, Inc.
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

Carol Vanairsdale
Signature
Carol Vanairsdale
Typed or printed name

Sept. 24, 1996
Date
Vice President
Title

F 96000000561

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: DAYTONA STEEL SYSTEMS, INCORPORATED
(Name of corporation - must include full)

Dear Sir or Madam:

100002038751--S
-12/27/96--01017--004
*****70.00 *****70.00

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. W97-27

Please return all correspondence concerning this matter to the following:

RON SABLICK

(Name of Person)

SEABREEZE BOOKKEEPING AND TAX SERVICES

(Firm/Company)

115 Seabreeze Blvd., Suite 108-109

(Address)

Daytona Beach, Florida 32118

(City/State/Zip)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB -3 PM 12:20

FILED

18.3

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

Ron Sablick

(Name of Person)

at (904) 252-3388

(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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 2, 1997

RON SABLICK
SEABREEZE BOOKKEEPING AND TAX SERVICES
115 SEABRESE BLVD #108-109
DAYTONA BCH, FL 32118

SUBJECT: DAYTONA STEEL SYSTEMS, INCORPORATED
Ref. Number: W97000000027

We have received your document for **DAYTONA STEEL SYSTEMS, INCORPORATED** and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

A brief description of the entity's nature of business must be included in the document.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 697A00000059

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. DAYTONA STEEL SYSTEMS, 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. #593419446
(FBI number, if applicable)
4. October 21, 1996
(Date of Incorporation)
5. perpetual
(Duration. Year corp. will cease to exist or "perpetual")
- ✓ 6. October 21, 1996
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 828 Root Street, Daytona Beach, Florida 32114
(Current mailing address)
- ✓ 8. construction
(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: Margaret S. Moffitt
Office Address: 828 Root Street
Daytona Beach, , Florida, 32114
(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.

Margaret S. Moffitt
(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.

FILED
97 FEB -3 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: MARGARET S. MOFFITT

Address: 2708 Ridge Road

Daytona Beach, Florida 32118

Director: Charody Hockert

Address: 810 North Beach Street

Daytona Beach, Florida 32114

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

President: Margaret S. Moffitt

Address: 2708 Ridge Road

Daytona Beach, Florida 32118

Vice President: _____

Address: _____

Secretary: CHARODY HOCKERT

Address: 810 North Beach Street

Daytona Beach, Florida 32114

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  director

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

14. MARGARET S. MOFFITT, President-Director

(Typed or printed name and capacity of person signing application)

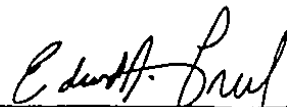
FILED
97 FEB -3 PM 12:20
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DAYTONA STEEL SYSTEMS, 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 TWENTY-SIXTH DAY OF DECEMBER, A.D. 1996.

FILED
97 FEB -3 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Edward J. Freel, Secretary of State

2675949 8300

960382501

AUTHENTICATION: 8260828

DATE: 12-26-96



Grubb & Ellis

F96000000561

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Axiom Real Estate Management, Inc. (Charter # unknown)
Grubb & Ellis Affiliates, Inc. (Charter #F96000004303)
Grubb & Ellis Asset Services Company (Charter # P37220)
Grubb & Ellis Company (Charter # 848701)
Grubb & Ellis Mortgage Group, Inc. (Charter #072100000032)
Grubb & Ellis Services Corporation (Charter # unknown)

To whom it may concern:

The mailing address for the above corporation(s) for receipt of official communications from your office, including but not limited to, annual reports, tax notices, and other official communications has changed from:

One Montgomery Street
Telesis Tower, 9th Floor
San Francisco, CA 94104

Our new mailing address, effective March 24, 1997 is:

Two Embarcadero Center, Suite 200
San Francisco, CA 94111-3834

Please note your records accordingly and begin sending communications to our new address effective immediately. Please also note that no other information has changed. Enclosed is a copy of this letter, please acknowledge receipt of this letter by file-stamping the copy and returning it in the enclosed, self-addressed, stamped envelope. We appreciate your courtesy in this matter.

Very truly yours,


Jean King
Corporate Paralegal

/s
Enclosures

KS 4/17

Grubb & Ellis Company
Two Embarcadero Center, Suite 200, San Francisco, CA 94111
(415) 835-1322 Fax (415) 835-1382



Grubb & Ellis

F96000000561

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Axiom Real Estate Management, Inc. (Charter # unknown)
Grubb & Ellis Affiliates, Inc. (Charter #F96000004303)
Grubb & Ellis Asset Services Company (Charter # P37220)
Grubb & Ellis Company (Charter # 848701)
Grubb & Ellis Mortgage Group, Inc. (Charter #072100000032)
Grubb & Ellis Services Corporation (Charter # unknown)

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Telesis Tower, 9th Floor
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San Francisco, CA 94111-3834

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Very truly yours,


Jean King
Corporate Paralegal

/s/
Enclosures

KS 4/17

Grubb & Ellis Company
Two Embarcadero Center, Suite 200, San Francisco, CA 94111
(415) 835-1322 Fax (415) 835-1382