

F96000001074

For Internal Use Only

COMPANIES

Company's Name _____
 600 East Jefferson Street
 Address _____
 Tallahassee, Florida 32301
 City State Zip Phone _____
 904-222-1092
COMPANIES NAME

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Handwritten signature/initials

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Non-Profit	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Foreign	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of N.A.
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Not U.S. Name
<input type="checkbox"/> Not Incorporated	<input type="checkbox"/> Call # Problem	<input type="checkbox"/> GUS/875
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Will Wait	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Call When Ready		<input checked="" type="checkbox"/> Pick Up
<input checked="" type="checkbox"/> Work In		
<input type="checkbox"/> Mail Out		

Address _____
 Availability _____
 Document _____
 Form _____
 Number _____
 Verifier _____
 Acknowledgment _____
 W.P. Verifier _____

PLEASE RETURN EXTRA COPY(S)
 FILE NUMBER

3-152

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. Harbourside Realty Holding Company, 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. 11-3073024
(FEI number, if applicable)
4. February 16, 1996 B. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
5. February, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 617.156, F.S.))
6. c/o J.P. Morgan Investment Management Inc.
522 Fifth Avenue, New York, New York 10036
(Current mailing address)
7. To hold title to property, to collect the income therefrom and to turn over the entire amount thereof, to an organization exempt from federal income tax under Section 501 of the Internal Revenue Code of 1986, as amended.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
8. 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
Timothy E. Carls, Jr.
(Registered agent's signature) (Officer)
TIMOTHY E. CARLS, JR.
ASSISTANT 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:

DIRECTORS

NAME	ADDRESS
ANN E. MEYER	21 WALL STREET, NEW YORK, NY 10260-0023
KARYN K. BENDIT	.
TIMOTHY J. HEINE	.
JAMES S. OLSON	.
DONALD K. WIEST, JR.	.

OFFICERS

TITLE	NAME	ADDRESS
PRESIDENT	DONALD K. WIEST, JR.	21 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	MARK J. BONAFACE	.
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	.

FILED
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 NEW YORK - SEATTLE

OFFICERS (CONTINUED)

TITLE		ADDRESS
VICE PRESIDENT AND ASSISTANT SECRETARY	KENA FLAUM	23 WALL STREET, NEW YORK, NY 10280-0023
VICE PRESIDENT AND ASSISTANT SECRETARY	EVAN M. GRAP	"
VICE PRESIDENT AND ASSISTANT SECRETARY	TIMOTHY J. HEISH	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES C. McLOUGHLIN	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL F. MINKOFF	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JUSTIN M. MURPHY	"
VICE PRESIDENT AND ASSISTANT SECRETARY	GEORGE L. OCHS	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES S. OLSON	"
VICE PRESIDENT AND ASSISTANT SECRETARY	ANNE S. PFEIFFER	"
VICE PRESIDENT AND ASSISTANT SECRETARY	HENRY A. RAEMSCHE	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES E. ROSASCO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	DANIEL VOLPANO	"
VICE PRESIDENT AND ASSISTANT SECRETARY	JAMES M. WALSH	"
SECRETARY AND ASSISTANT TREASURER	ANNE M. MANCUSO	"

FILED
58180-1
JAN 10 1983
FBI NEW YORK

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

13.

H.M. Gay

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

14.

William N. Cinnamon, Jr. Vice President

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

RECEIVED
FBI - NEW YORK
JUN 11 1964

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 "HARBORSIDE REALTY HOLDING COMPANY, 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-EIGHTH DAY OF FEBRUARY, A.D. 1996.

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

RECEIVED
FEB 28 1996
DEPT. OF STATE
HARRISBURG, PA.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

7845478

02-28-96