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1201 HAYS STREET

TALLAHASSEE, FL 32301

904-221-0171

904-221-0393

800-343-8086

CSC networks
TRUSTEE HALL
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DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 926739 4905A

AUTHORIZATION : *Patricia Pysit*

COST LIMIT : \$ 192.50

ORDER DATE : April 22, 1996

ORDER TIME : 3:00 PM

ORDER NO. : 926739

CUSTOMER NO: 4905A

100001793741

CUSTOMER: Cristi Dakeman, Legal Asst
Hogan & Hartson L.L.P.
Columbia Sq. Ste. 10W-100
555 Thirteenth Street, N.W.
Washington, DC 20004-1109

FOREIGN FILINGS

NAME: NHP-HDV TEN, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- 2 _____ CERTIFIED COPIES
- _____ PLAIN STAMPED COPY
- 2 _____ CERTIFICATES OF GOOD STANDING

CONTACT PERSON: DANNY SMITH

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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4/25

**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. MHP-HDV Ten, 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. Applied For
(FEI number, if applicable)
4. April 16, 1996
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. April 30, 1996
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.))
7. 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476
(Current mailing address)
8. To act as a partner of limited partnerships that will deal with certain
real property and related assets
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: Corporation Service Company

Office Address: 1201 Hays Street

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.

CORPORATION SERVICE COMPANY
By: Judith S. Blancett
(Registered agent's signature)
Judith S. Blancett, as Agent

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: J. Roderick Heller, III
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476
Vice Chairman: _____
Address: _____
Director: Robert M. Greenfield
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476
Director: Linda G. Davenport
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476

B. OFFICERS

President: J. Roderick Heller, III
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476
Vice President: _____
Address: _____
Secretary: Mildred C. Banks
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476
Treasurer: J. Roderick Heller, III
Address: 12355 Sunrise Valley Drive
Reston, Virginia 22091-3476

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

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

14. Mildred C. Banks, Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NHP-HDV TEN, 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-SECOND DAY OF APRIL, A.D. 1996.

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

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR 24 AM 9:33



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7916093
DATE: 04-22-96