

F96000003613



PRESTIGE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 013765 4361510

AUTHORIZATION : Patricia Piziks

COST LIMIT : \$ 70.00

ORDER DATE : July 9, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 013765

CUSTOMER NO: 4361510

CUSTOMER: Ms. Joy Mallory  
Colony Management Inc.  
1999 Avenue Of The Stars  
Suite 1200  
Los Angeles, CA 90067

800001896849

FOREIGN FILINGS

NAME: GFP ASSET GENPAR TWO INC

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

DIVISION OF CORPORATION

96 JUL 17 PM 12:30

96 JUL 17 PM 1:47

RECEIVED

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

mtm

**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. GEP ASSET GENERAL TWO, 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. 95-4501588  
(FEI number, if applicable)
4. October 20, 1994  
(Date of incorporation)
5. perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Not yet commenced  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 1999 Avenue of the Stars, Suite 1200  
Los Angeles, CA 90067  
(Current mailing address)
8. To serve as general partner of a Delaware limited partnership which will hold title to real property in FL  
(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: 110 North Magnolia 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.*

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.**

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95 JUL 17 PM

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

A. DIRECTORS

Solo Director:

Chairman: Thomas J. Barrack, Jr.

Address: 1999 Avenue of the Stars

Los Angeles, CA 90067

Vice Chairman:

Address:

Director:

Address:

Director:

Address:

B. OFFICERS

President: Thomas J. Barrack, Jr.

Address: 1999 Avenue of the Stars

Los Angeles, CA 90067

Exec. Vice President: Kelvin L. Davis

Address: 1999 Avenue of the Stars

Los Angeles, CA 90067

Secretary: Lawrence A. Kestin

Address: 1999 Avenue of the Stars

Los Angeles, CA 90067

V.P. & Treasurer: Mark M. Hedstrom

Address: 1999 Avenue of the Stars

Los Angeles, CA 90067

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)  
Kevin C. McTavish, Vice President

14.

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

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96 JUL 17 PM 1:47

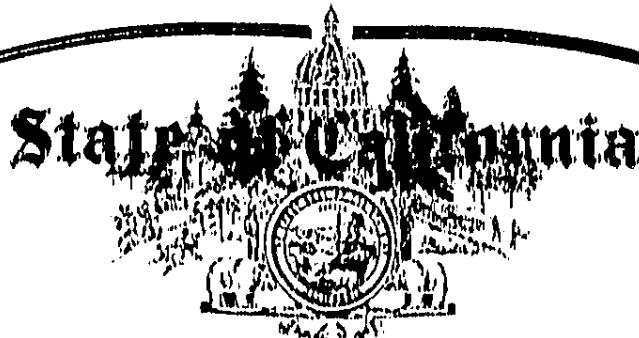
**GFP ASSET GENPAR TWO, INC.**

**Addendum--Additional Officers**

**12.B. OFFICERS**

Vice President	Richard A. Ekleberry	201 Main Street Ft. Worth, TX 76102
Vice President	Kevin C. McTavish	1999 Avenue of the Stars, Los Angeles, CA 90067
Vice President	John C. Brady	1999 Avenue of the Stars Los Angeles, CA 90067
Vice President	Thomas F. Harrison	1999 Avenue of the Stars Los Angeles, CA 90067
Asst. Secretary	Joy Mallory	1999 Avenue of the Stars Los Angeles, CA 90067

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95 JUL 17 PM 1:47



SECRETARY OF STATE

CERTIFICATE OF STATUS  
DOMESTIC CORPORATION

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

That on the 20th day of October, 19 94

GFP ASSET GENPAR TWO, INC.

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 day of

July 16, 1996



*Bill Jones*

Secretary of State

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 17 PM 1:47

# F96000003613

Requestor's Name Colony Advisors, Inc  
Address 1999 Avenue of Stars, Suite 1200  
Los Angeles, CA 90067  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) (Document #)
2. \_\_\_\_\_ (Corporation Name) (Document #)
3. \_\_\_\_\_ (Corporation Name) (Document #)
4. \_\_\_\_\_ (Corporation Name) (Document #)

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-10/04/96--01060--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- ☐ Walk in ☐ Pick up time ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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96 OCT -4 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

10/9  
*Jon*  
Withdrawal

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL  
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS  
IN FLORIDA

GFP ASSET GENPAR TWO, INC.

Incorporated under Law of The State of Delaware

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TALLAHASSEE FLORIDA

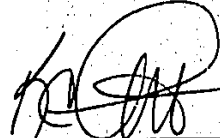
This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

1999 Avenue of the Stars, Suite 1200  
Los Angeles, California 90067

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Kevin C. McTavish  
Vice President

September 30, 1996