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F96000006281

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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AcquiPart Doral Pointe, Inc.

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CORPORATION

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Acquiport Doral Pointe, 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. Pending
(FEI number, if applicable)

- 4. November 1996
(Date of Incorporation)
- 5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")

- 6. Upon receipt of Certificate of Authority
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))

- 7. c/o The BREEE FUNDS, 55 East 52nd Street
31st Floor, New York, NY 10055
(Current mailing address)

- 8. Real Property holding corporation
(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:

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 Carlson
(Registered agent's signature) (Officer)

TIMOTHY E. CARLSON
ASSISTANT SECRETARY

(Type Name and Title of Officer)

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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: See Attached

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See Attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

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C.T. CORPORATION SYSTEM

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Treasurer: _____

Address: _____

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

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

14. Patrick E. Brown Secretary
(Typed or printed name and capacity of person signing application)

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ACQUIPORT DORAL POINTE, INC.

LIST OF OFFICERS

| <u>NAME</u> | <u>TITLE</u> | <u>BUSINESS ADDRESS</u> |
|-------------------|---------------------|----------------------------------------------------------------------------------------------|
| Gerald E. Egan | President | The RREEF Funds, 875 North Michigan Avenue, Suite 4114, Chicago, IL 60611 |
| James D. King | Vice President | The RREEF Funds, 875 North Michigan Avenue, Suite 4114, Chicago, IL 60611 |
| Patrick J. Callan | Vice President | The RREEF Funds, 55 East 52 nd Street, 31 st Floor, New York, NY 10055 |
| Robert H. Hamor | Vice President | The RREEF Funds, 55 East 52 nd Street, 31 st Floor, New York, NY 10055 |
| Webb Sowden, Jr. | Vice President | The RREEF Funds, 1201 Main Street, Suite 930, Dallas, TX 75202 |
| Stephen M. Steppe | Vice President | The RREEF Funds, 650 California Street, Suite 1800, San Francisco, CA 94108 |
| William H. Stuebe | Vice President | The RREEF Funds, 55 East 52 nd Street, 31 st Floor, New York, NY 10055 |
| Paula M. Ferkull | Treasurer | The RREEF Funds, 875 North Michigan Avenue, Suite 4114, Chicago, IL 60611 |
| Patrick E. Brown | Secretary | Plunkett & Jaffe, PC 111 Washington Ave. Albany, NY 12210 |
| John S. Harris | Assistant Secretary | Plunkett & Jaffe, PC 111 Washington Ave. Albany, NY 12210 |

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ACQUIPORT DORAL POINTE, INC.

LIST OF DIRECTORS

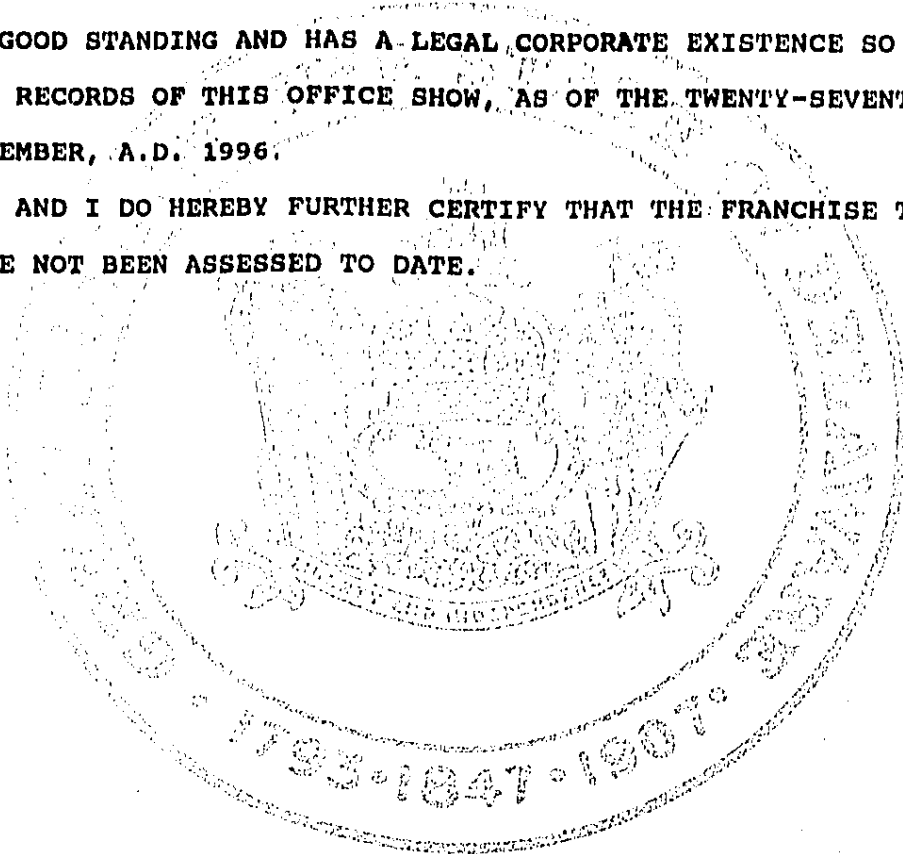
| <u>NAME</u> | <u>TITLE</u> | <u>BUSINESS ADDRESS</u> |
|----------------|----------------|---------------------------------------------------------------------------|
| Gerald E. Egan | President | The RREEF Funds, 875 North Michigan Avenue, Suite 4114, Chicago, IL 60611 |
| James D. King | Vice President | The RREEF Funds, 875 North Michigan Avenue, Suite 4114, Chicago, IL 60611 |

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ACQUIPORT DORAL POINTE, 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-SEVENTH DAY OF NOVEMBER, A.D. 1996.

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



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

8214391

DATE:

11-27-96