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'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. THR Development Management Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION abbreviations of like import in language as will clearly indicate that it is a corporation instead of a corporation in the name at present.)	√", or v natural	words or person
2. Delaware	if appl	icable)
4. September 23, 1997 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or	"perpe	etual")
6. (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))	JAN 21	FILE ECRETARY ISION OF CO
7. <u>c/o Tishman Asset Corporation, 666 Fifth Avenue, New York, New York</u> 10103 (Current mailing address)	AM 10: 13	ED OF STATE ORPORATIONS
8. To act as the general partner of THR Development Management LP, a limit partnership which owns equity interests in real estate. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	ed	
9. Name and street address of Florida registered agent:		
Name: C T Corporation System		
Office Address: 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 corporatesignated in this application. I hereby accept the appointment as registered agent and agree to act in further agree to comply with the provisions of all statutes relative to the proper and complete performs and I am familiar with and accept the obligation of my position as registered agent. C T Corporation System (Registered agent's signature) (Officer)	n this c	canacity I
CONNIE BRYAN		
(FL - 2189 - 11/16/94) CTYPE Name and Witter of Officery		

- 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.	DIRECT	ORS	
	C	hairman:	John A. Vickers
	А	.ddress:	c/o Tishman Asset Corporation, 666 Fifth Avenue
			New York, New York 10103
	V	ice Chair	man:
			-
	Г	irector:	
	P	.duress	
	С)irector:	
			· · · · · · · · · · · · · · · · · · ·
		_	
B.	OFFICE	RS	
	P	resident:	See attached list of officers
		-	
	, V	ice Presid	dent:
		-	
	S	ecretary:	
			- 100

Treasurer: _	
Address:	
NOTE: If necessary, you and/or directors.	may attach an addendum to the application listing additional officers
13. Hary Bu	relmi
application)	n, Vice Chairman, or any officer listed in number 12 of the
14. Gary Buscemi Avice	President
(Typed or printed nam	e and capacity of person signing application)

DIVISION OF CORPORATIONS

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Appendix to Florida Application by Fgn. Corp. for Authorization to Transact Business in Florida

Officers of THR Development Management Inc.

- John A. Vickers, Chief Executive Officer c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- William J. Sales, President c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- John A. Griswold, Executive Vice President c/o Tishman Hotel Corporation 1200 EPCOT Resorts Blvd. Lake Buena Vista, Florida 32830
- John T. Livingston, Executive Vice President c/o Tishman Asset Corporation 666 Fifth Avenue
 New York, New York 10103
- 5. Joseph J. Simone, Executive Vice President c/o Tishman Asset Corporation 666 Fifth Avenue
 New York, New York 10103
- 6. Daniel R. Tishman, Executive Vice President c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- 7. Gary Buscemi, Secretary c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- 8. Kathleen Kotoun, Assistant Secretary c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- Frank W. Beck, Chief Financial Officer c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- 10. Larry Schwarzwalder, Treasurer c/o Tishman Asset Corporation 666 Fifth Avenue New York, New York 10103
- 11. Gary Buscemi, Senior Vice President c/o Tishman Asset Corporation 666 Fifth Avenue
 New York, New York 10103

SECRETARY OF STATE DIVISION OF CORPORATIONS

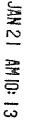
State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THR DEVELOPMENT MANAGEMENT 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 FOURTEENTH DAY OF JANUARY, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.





AUTHENTICATION:

DATE:

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