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660 EAST JEFFERSON STREET

Requestor's Name
 TALLAHASSEE, FL 32301

Address
 222-1092

City State Zip Phone

CORPORATION(S) NAME

000002427550--5
 -02/11/98-01038-020
 *****70.00 *****70.00

Reef Management Company

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DEPARTMENT OF STATE
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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO 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. RREEF Management Company (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. 58-2364503 (FEI number, if applicable)

4. January 13, 1998 (Date of Incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 875 N. Michigan Avenue, 41st Floor Chicago, IL 60611 (Current mailing address)

8. To engage in any lawful act or activity for which corporations may be incorporated under Delaware General Corporation Law (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: (P.O. Box or Mail Drop Box acceptable) Name: C T Corporation System Office Address: 1200 South Pine Island Road Plantation, Florida, 33324 (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.

JENNIFER F AULTMAN ASSISTANT SECRETARY (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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12. Names and addresses of officers and/or directors: (Street address ONLY- P.O. Box NOT acceptable)

A. DIRECTORS (Street address only- P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P.O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

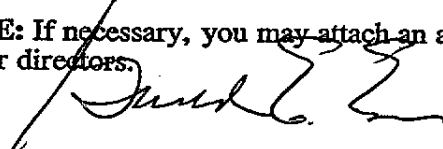
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Treasurer: _____

Address: _____

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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.)

14. Gerald E. Egan, President
(Typed or printed name and capacity of person signing application)

RREEF MANAGEMENT COMPANY

DIRECTOR:		
Chris J. Bartram	Director	London

OFFICERS:		
Gerald E. Egan	President	Chicago
Chairmaine H. Ali	Vice President - Portfolio Management	Chicago
Kevin Archer	Vice President - Property Management	Austin
Steven N. Backer	Sr. Vice President - Property Management	Denver
Pamela Schmidt Boneham	Vice President - Portfolio Management	Chicago
Barry H. Braitman	Sr. Vice President, General Counsel	Chicago
Peter J. Broccolo	Sr. Vice President - Client Relations	Chicago
Patrick J. Callan	Sr. Vice President - Acquisitions	New York
Joseph S. Cappelletti	Vice President - Property Management	Chicago
Thomas A. Caputo	Sr. Vice President - Acquisitions	New York
James N. Carbone	Sr. Vice President - Acquisitions	San Francisco
Mark D. Carlson	Vice President - Dispositions	San Francisco
Marvin F. Christensen	Vice President - Research	San Francisco
Elizabeth S. Cole	Vice President - Portfolio Management	Chicago
Robert J. Cook	Sr. Vice President - Portfolio Management	Chicago
Craig S. Davey	Vice President - Acquisitions	San Francisco
Linda B. Deany	Assistant Secretary	Chicago
Tracy L. DeMay	Vice President - Acquisitions	San Francisco
Adolfo J. Diaz	Vice President - Property Management	Miami
Sherie L. Dunn	Vice President - Property Management	Dublin, CA
Peter F. Feinberg	Vice President - Portfolio Management	New York

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OFFICERS (continued):		
Charles W. Fendrich	Vice President - Property Management	Chicago
Paula M. Ferkull	Sr. Vice President, Comptroller, Treasurer, Secretary, Chief Financial Officer, Chief Operating Officer	Chicago
Tina L. Fox	Vice President - Property Management	San Francisco
Barbara J. Gillentine	Vice President - Property Management	Philadelphia
Jonathan D. Gillman	Vice President - Property Management	Washington, DC
Timothy K. Gonzalez	Sr. Vice President - Portfolio Management	San Francisco
Stephen L. Grant	Vice President - Venture Capital	Chicago
D. Wylie Greig	Sr. Vice President - Research	San Francisco
James B. Gurley, Jr.	Vice President - Acquisitions	Chicago
Robert H. Hamor	Vice President - Acquisitions	New York
Suzanne M. Hauer	Sr. Vice President - Client Relations	San Francisco
Mark F. Hunter	Vice President - Property Management	Tulsa
Marian O. Ivan	Vice President - Risk Management	San Francisco
A. Jay Jehle	Vice President - Portfolio Management	San Francisco
Anne L. Johnston	Assistant Secretary	Seattle
Tonya Klee Jurczyk	Vice President - Portfolio Management	Chicago
Gary T. Kachadurian	Sr. Vice President - Acquisitions	Chicago
Donald A. King, Jr.	Sr. Vice President, Managing Principal	Chicago
James D. King	Sr. Vice President - Acquisitions	Chicago
Karen J. Knudson	Sr. Vice President - Real Estate Securities	Chicago
Charles B. Leitner	Sr. Vice President - Acquisitions	Chicago
Lee M. Letchford	Sr. Vice President - Property Management	Chicago
Abby J. Mandel	Vice President - Property Management	New Jersey

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OFFICERS (continued):		
Frederick J. McIntosh	Vice President - Portfolio Management	San Francisco
Douglas A. Mejia	Vice President - Property Management	Newport Beach
Robert J. Navratil	Sr. Vice President - Property Management	Chicago
Norton F. O'Meara	Vice President - Portfolio Management	Chicago
Rosemary Orsi	Vice President - Property Management	Phoenix
Warren H. Otto	Vice President - Portfolio Management	San Francisco
Melissa K. Ozturk	Vice President - Finance	Chicago
John H. Pew	Vice President - Property Management	Houston
Faye Z. Phillips	Vice President - Property Management	Atlanta
Wayne R. Pryor	Vice President - Intellectual Technology	San Francisco
Sol Raso	Vice President - Client Relations	Chicago
Marte M. Rau	Vice President - Internal Audit	Dallas
Kim G. Redding	Sr. Vice President - Real Estate Securities	Chicago
Brian L. Rieger	Vice President - Portfolio Management	Chicago
Michael J. Robillard	Vice President - Property Management	Chicago / Apartments
Douglas E. Roscoe	Vice President - Property Management	Los Angeles
Norma M. Rusbar	Vice President - Research	San Francisco
Jeffrey M. Sabel	Vice President - Property Management	Dallas
Karen K. Saitta	Vice President - Property Management	Sherman Oaks, CA
Brook M. Scott	Vice President - Real Estate Securities	San Francisco
Joseph R. Senko	Vice President - Portfolio Management	Chicago
Jill E. Shanahan	Vice President - Property Management	San Diego

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OFFICERS (continued):		
John P. Shields	Vice President - Client Relations	San Francisco
Scott A. Sladek	Vice President - Property Management	Chicago/Apartments
James R. Smith	Vice President - Finance	San Francisco
Webb Sowden, Jr.	Sr. Vice President - Client Relations	Dallas
Marcia M. Stenman	Vice President - Property Management	Milwaukee
Stephen M. Steppe	Sr. Vice President - Client Relations	San Francisco
Denise Stewart	Vice President - Property Management	New Jersey
Scott M. Stuckman	Vice President - Acquisitions	San Francisco
Cynthia L. Talmadge	Vice President - Communications	Chicago
Gary L. Thompson	Sr. Vice President - Client Relations	Chicago
James E. Toney	Vice President - Property Management	Oak Brook, IL
John R. Turney	Vice President - Dispositions	Chicago
Daniel S. Weaver	Vice President - Acquisitions	Chicago
Judith J. Winter	Vice President - Property Management	St. Louis
Michael S. Young	Vice President - Research/Securities	San Francisco

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Addresses:

Atlanta: Five Piedmont Center
Suite 510
Atlanta, GA 30305-5510

Austin: 3267 Bee Caves Road
Suite 118
Austin, TX 78746-6654

Chicago: 875 North Michigan Avenue
41st Floor
Chicago, IL 60611

Chicago/Apartments: 150 South Wacker Drive
Suite 3030
Chicago, IL 60606

Dallas: One Main Place
Suite 930
Dallas, TX 75202

Denver: 410 17th Street
Suite 1280
Denver, CO 80202

Dublin, CA: 6735 Sierra Court
Suite A
Dublin, CA 94568

Houston: 16801 Greenspoint Park Drive
Suite 100
Houston, TX 77060

Los Angeles: 1990 South Bundy Drive
Suite 785
Los Angeles, CA 90025

Miami: 7827-B West Flagler Street
Miami, FL 33144

Milwaukee: 250 East Wisconsin Avenue
9th Floor
Milwaukee, Wisconsin 53202

New Jersey: 401 Hackensack Avenue
7th Floor
Hackensack, NJ 07601

New York: 55 East 52nd Street
31st Floor
New York, NY 10055-3198

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Addresses (continued):

Newport Beach: 1301 Dove Street
Suite 460
Newport, CA 92660

Philadelphia: 650 Park Avenue
Suite 210
King of Prussia, PA 19406

Phoenix: Anchor Centre I, 230B and 229B
2201 East Camelback Road
Phoenix, AZ 85016

San Diego: 7330 Engineer Road
Suite A
San Diego, CA 92111

San Francisco: 101 California Street
26th Floor
San Francisco, CA 94111-5853

Seattle: 720 Olive Way, Suite 614
Seattle, WA 98101

Sherman Oaks: 14724 Ventura Boulevard
Suite 401
Sherman Oaks, CA 91403

Tulsa: 7021 South Memorial
Tulsa, OK 74133

Washington, DC: 6001 Montrose Road
Suite 610
Rockville, MD 20852

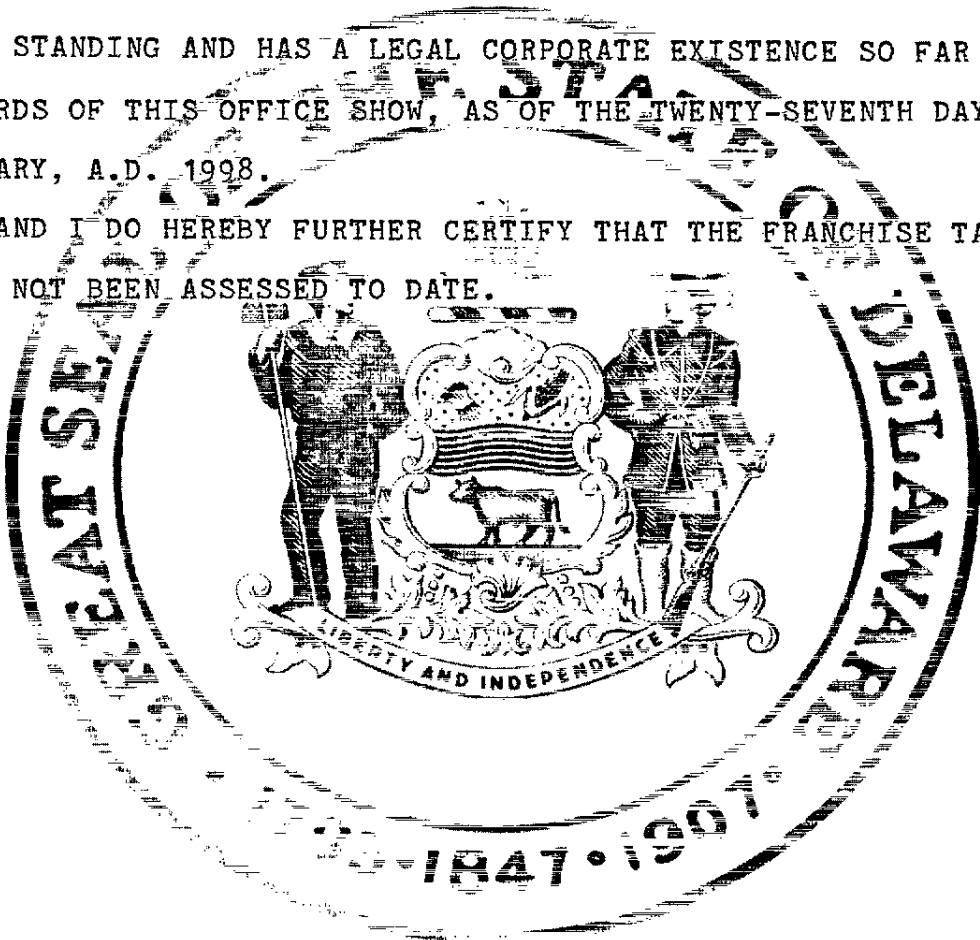
London: Haslemere Estates
46 Berkeley Square
London W1X 6LA
England

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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 "RREEF MANAGEMENT COMPANY" 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 JANUARY, A.D. 1998.

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: 8887545
DATE: 01-27-98