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ACCOUNT NO. : 072100000032

REFERENCE : 702975 4348748

AUTHORIZATION : *Patricia Pigut*

COST LIMIT : \$ 70.00

ORDER DATE : February 11, 1998

ORDER TIME : 11:20 AM

ORDER NO. : 702975-005

200002429002--3

CUSTOMER NO: 4348748

CUSTOMER: Ms. Peggy Brown  
Trammell Crow Residential  
Suite 1200 Lock Box 128  
717 North Harwood  
Dallas, TX 75201

FOREIGN FILINGS

NAME: WEST RS, 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: Stacy L Earnest

DIVISION OF CORPORATION

98 FEB 12 PM 12:22

RECEIVED

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DIVISION OF CORPORATIONS

*mt*  
2/12

**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. WEST RS, 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. Texas 3. EIN #75-2252519  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/16/88 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon date of filing  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))
7. 717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201  
(Current mailing address)
8. Real Estate Development and management  
(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 **NOT** acceptable)  
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.*

By: Cheryl L. Sparks  
(Registered agent's signature)  
Cheryl L. Sparks, Asst. Secy.

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: (Street address ONLY- P.O. Box NOT acceptable)

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

Chairman: See attached list of Officers and Directors

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

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

President: See attached list of Officers and Directors

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

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

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

DIRECTORS AND OFFICERS OF  
WEST RS, INC.

DIRECTORS:

Bruce C. Ward	2222 E. Camelback Road, Suite 250 Phoenix, AZ 85016
Harlan R. Crow	2001 Ross Avenue, Suite 3200 Dallas, TX 75201
J. Ronald Terwilliger	2859 Paces Ferry Road, Suite 1400 Atlanta, GA 30339
Clyde P. Holland, Jr.	4010 Lake Washington Blvd., NE Suite 330 Kirkland, WA 98033-7350
Jennifer P. Moriarty	4010 Lake Washington Blvd., NE Suite 330 Kirkland, WA 98033-7350

OFFICERS:

J. Ronald Terwilliger President	2859 Paces Ferry Road, Suite 1400 Atlanta, GA 30339
Bruce C. Ward Vice President	2222 E. Camelback Road, Suite 250 Phoenix, AZ 85016
Harlan R. Crow Vice President	2001 Ross Avenue, Suite 3200 Dallas, TX 75201
Clifford A. Breining Vice President	6552 Via Dos Valles Rancho Santa Fe, CA 92067
Jennifer P. Moriarty Vice President	4010 Lake Washington Blvd., NE Suite 330 Kirkland, WA 98033-7350
Kevin Baldrige Vice President/Assistant Secretary	3 Corporate Plaza, Suite 104 Newport Beach, CA 92660

(Officers continued on next page)

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(Officers continued from previous page)

Robert C. Talbott  
Vice President/Assistant Secretary

44 Montgomery Street, Suite 3600  
San Francisco, CA 94104

Thomas J. Patterson  
Vice President

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

Randy J. Pace  
Vice President/Secretary/Treasurer

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

Mike Collins  
Assistant Treasurer/Assistant Secretary

1810 Gateway Drive, Suite 100  
San Mateo, CA 94404

Carrie Gundlefinger  
Assistant Secretary

1810 Gateway Drive, Suite 100  
San Mateo, CA 94404

Lee Ann Shamblin  
Assistant Secretary

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

Peggy E. Brown  
Assistant Secretary

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

Penny A. Lincoln  
Assistant Secretary

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

Phyllis R. Cephas  
Assistant Secretary

717 N. Harwood, Suite 1200, LB128  
Dallas, TX 75201

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DIVISION OF RECORDS OPERATIONS

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# The State of Texas

## SECRETARY OF STATE

IT IS HEREBY CERTIFIED that  
Articles of Incorporation of

WEST RS, INC.  
File No. 1077225-00

were filed in this office and a certificate of incorporation was issued to this corporation  
and no certificate of dissolution is in effect and the corporation is currently in existence.

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DIVISION OF CORPORATIONS  
98 FEB 12 PM 1:17

*IN TESTIMONY WHEREOF, I have hereunto  
signed my name officially and caused to be  
impressed hereon the Seal of State at my office in  
the City of Austin, on February 2, 1998.*



Alberto R. Gonzales  
Secretary of State

MAC