

F98000001100

Document Number Only

CT Corporation System

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, FL 32301 222-1092
City State Zip Phone

CORPORATION(S) NAME

400002441494--4
-02/26/98--01054--017
*****70.00 *****70.00

Pacific American Property Exchange Corporation

- | | | |
|--|---|--|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of P.A. |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> UCC Filing |
| <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call if Problem |
| | <input type="checkbox"/> Walk In | <input type="checkbox"/> After 4:30 |
| | <input type="checkbox"/> Mail Out | <input type="checkbox"/> Will Wait |
| | | <input type="checkbox"/> Pick Up |

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 12:11

mtm
2/26

Name Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Please Return Extra Copies
File Stamped.

Thank You!!!

Dope

2/26
RECEIVED
98 FEB 26 AM 11:41
DIVISION OF CORPORATIONS
SECRETARY OF STATE
TALLAHASSEE, FL 32301

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. Pacific American Property Exchange Corporation

(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. California

(State or country under the law of which it is incorporated)

3. 33-0538178

(FEI number, if applicable)

4. November 2, 1992
(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 817.156, F.S.))

7. 17911 Von Karman Avenue, Suite 300, Irvine, California 92614

(Current mailing address)

8. Accommodator for reverse delayed exchanges of real property.

(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 obligation of my position as registered agent.

C T Corporation System

M. T. Fitzpatrick
(Registered agent's signature) (Officer)

M. T. Fitzpatrick, Asst. Secy.
(Type Name and Title of Officer)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 12:11

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 list of directors

Address: _____

Vice Chairman: See attached list of directors

Address: _____

Director: See attached list of directors

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See attached list of officers

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 12:11

Treasurer: _____

Address: _____

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. _____

M'Liss Jones Kane, Secretary

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 12:11

PACIFIC AMERICAN PROPERTY EXCHANGE CORPORATION
(a California corporation)

BOARD OF DIRECTORS

<u>Name</u>	<u>Address</u>
William P. Foley, II	3916 State Street, Suite 300 Santa Barbara, California 93105
Frank P. Willey	3916 State Street, Suite 300 Santa Barbara, California 93105
Carl A. Strunk	3916 State Street, Suite 300 Santa Barbara, California 93105
Allen D. Meadows	3916 State Street, Suite 300 Santa Barbara, California 93105

OFFICERS

<u>Name</u>	<u>Title</u>	<u>Address</u>
William P. Foley, II	Chairman of the Board Chief Executive Officer	3916 State Street, Suite 300 Santa Barbara, California 93105
Radah Butler	President	3916 State Street, Suite 300 Santa Barbara, California 93105
Frank P. Willey	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Andrew F. Puzder	Vice President General Counsel Assistant Secretary	3916 State Street, Suite 300 Santa Barbara, California 93105
Patrick F. Stone	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Carl A. Strunk	Vice President	3916 State Street, Suite 300 Santa Barbara, California 93105
Allen D. Meadows	Chief Financial Officer Treasurer	3916 State Street, Suite 300 Santa Barbara, California 93105
M'Liss Jones Kane	Vice President Secretary	3916 State Street, Suite 300 Santa Barbara, California 93105

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 12:11

State of California

SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

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

That on the 2nd day of November, 19 92,

PACIFIC AMERICAN PROPERTY EXCHANGE CORPORATION

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

January 30, 1998.



Bill Jones

Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
198 FEB 26 PM 12:11