

F98000003969

Document Number Only

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32310 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

000002586800--1

-07/13/98--01081--027

*****8.75 *****8.75

000002586800--1

-07/13/98--01081--028

*****70.00 *****70.00

CAPREIT of Waterford Park, Inc.

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Limited Liability Company

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Name Registration

☐ Change of R.A.

☐ Fictitious Name

☐ UCC-1 Financing Statement

☐ UCC-3 Filing

☐ Certified Copy

☐ Photo Copies

☒ CUS

☐ Call When Ready

☒ Call if Problem

☐ After 4:30

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☐ Will Wait

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☐ Mail Out

Name

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Document

Examiner

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Verifier

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7/13
42 7/13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 13 PM 2:00

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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. CAPREIT of Waterford Park, 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. Maryland

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

3. applied for

(FEI number, if applicable)

4. May 19, 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 817.156, F.S.))

7. 11200 Rockville Pike, Rockville, Maryland 20852

(Current mailing address)

8. to act as general partner of a limited partnership

(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

(Registered agent's signature) (Officer)

A. D. Hamilton, Asst. Secretary
(Type Name and Title of Officer)

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TALLAHASSEE, FLORIDA

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: _____

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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. Richard L. Kadish, President

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT A
Attachment to Application By Foreign Corporation For
Authorization To Transact Business in Florida

CAPREIT of Waterford Park, Inc.

Directors

Richard L. Kadish

11200 Rockville Pike
Rockville, Maryland 20852

Bruce A. Esposito

11200 Rockville Pike
Rockville, Maryland 20852

Officers

Richard L. Kadish, Pres./Chief Executive Officer

11200 Rockville Pike
Rockville, Maryland 20852

Bruce A. Esposito, Senior Vice President/Chief
Financial Officer

11200 Rockville Pike
Rockville, Maryland 20852

Jeffrey A. Goldshine, Senior Vice President/
Secretary

11200 Rockville Pike
Rockville, Maryland 20852

Ernest L. Heymann, Senior Vice President/
Secretary

11200 Rockville Pike
Rockville, Maryland 20852

Eugene H. Goodsell, Vice President/Controller

11200 Rockville Pike
Rockville, Maryland 20852

Rick J. Band, Vice President

11200 Rockville Pike
Rockville, Maryland 20852

Sandra L. Becker, Vice President

11200 Rockville Pike
Rockville, Maryland 20852

David R. Schattenberg, Vice President

11200 Rockville Pike
Rockville, Maryland 20852

Charles W. Stanton, Assistant Vice President

11200 Rockville Pike
Rockville, Maryland 20852

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TALLAHASSEE, FLORIDA

EXHIBIT A
**Attachment to Application By Foreign Corporation For
Authorization To Transact Business in Florida**

Suzanne M. Tanner, Assistant Vice President	11200 Rockville Pike Rockville, Maryland 20852
Carol A. Yates, Assistant Vice President	11200 Rockville Pike Rockville, Maryland 20852
Deborah K. Walker, Assistant Vice President	11200 Rockville Pike Rockville, Maryland 20852
Kathleen S. Devaney, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Janet M. Kelley, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Gail L. Levens, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Bruce E. Bershtein, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Justine E. Wilcox, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Andrew J. Levy, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852
Howard R. Majeve, Assistant Secretary	11200 Rockville Pike Rockville, Maryland 20852

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TAMLAHASSEE, FLORIDA

STATE OF MARYLAND

635251

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

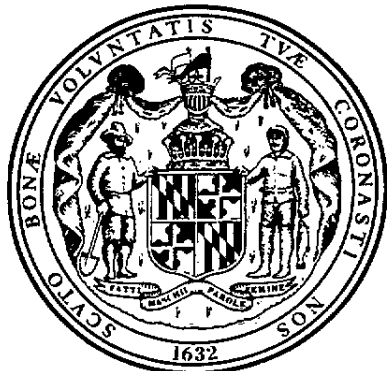
301 West Preston Street Baltimore, Maryland 21201

I, JACQUELINE C JAMES OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT CAPREIT OF WATERFORD PARK, INC.

IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 19TH DAY OF MAY, 1998.

Jacqueline C James
JACQUELINE C JAMES
OFFICE SUPERVISOR I