

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

In compliance with §607.1503, FLORIDA STATUTES, the following is submitted to Register a FOREIGN CORPORATION TO TRANSACT BUSINESS in the State of Florida:

1. HUNTER'S CREEK PLAZA, INC.
(Name of Corporation adding the word "INCORPORATED", "COMPANY" OR "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 is incorporated)

3. Applied for
(F.E.I Number, if applicable)

4. 12/18/98
(Date of Incorporation)

5. Perpetual
(Duration: Year corporation will cease to exist or "Perpetual")

6. Date of qualification in Florida
(Date first transacted business in Florida. (See §607.1501, 607.1502, and §817.155 F.S.)

7. c/o Invesco Realty Advisors, Inc. 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240
(Current Mailing Address; please include city, state & zip code)

8. Any lawful business
(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: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301

10. REGISTERED AGENT'S ACCEPTANCE: Having been named as the 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.

Taren B. Pizar (Signature)
Registered Agent

Date: 1-15, 1999

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of the state or country in which it is incorporated.

FILED
99 JAN 15 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F99000000286



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 097803 4303929

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizut

ORDER DATE : January 13, 1999

ORDER TIME : 9:43 AM

ORDER NO. : 097803-005

CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman
Greenberg Traurig
1221 Brickell Avenue
20th Floor
Miami, FL 33131

600002743756--9

FOREIGN FILINGS

NAME: HUNTER'S CREEK PLAZA, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

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TALLAHASSEE, FLORIDA

RECEIVED
99 JAN 15 AM 10:49
DIVISION OF CORPORATION

99 JAN 15 1999

12. NAME OF DIRECTORS and OFFICERS:

A. DIRECTORS:

Director: David A. Ridley

Address: 5400 LBJ Freeway, LB 2, Suite 700
Dallas, TX 75240

Director: David N. Farmer

Address: 5400 LBJ Freeway, LB 2, Suite 700
Dallas, TX 75240

B. OFFICERS:

President/ David N. Farmer

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

Vice President/ Ronald L. Ragsdale
Secretary

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

Vice President/ Shellie M. Sims
Assistant Secretary

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

Vice President/ Michael Kirby
Assistant Secretary

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

Vice President/ Terrell Boiko
Assistant Secretary

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

Treasurer/ Dorothy Jenkins
Assistant Secretary

Address: 5400 LBJ Freeway, LB 2, Suite 700, Dallas, TX 75240

*(NOTE: If necessary, you may attach an addendum to the application listing any additional officers and/or directors)

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13. X  Date: 1-15 1999
(Signature of officer listed in #12) #

14. David N. Farmer, President
(Print or type name and office of person signing this application)

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TALLAHASSEE, FLORIDA

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 18th day of December, 19 98,

HUNTER'S CREEK PLAZA, INC.

became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

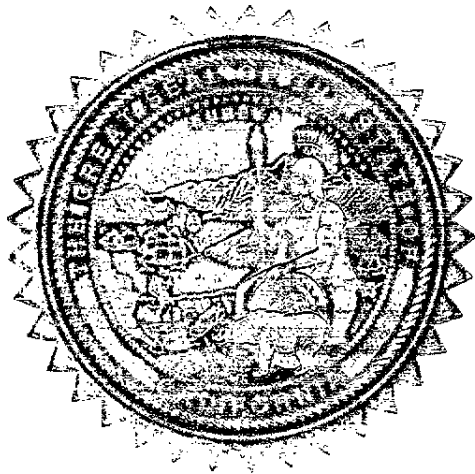
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

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 13, 1999



Bill Jones

Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA