

F99000001741



ACCOUNT NO. : 072100000032

REFERENCE : 189975 4307439

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70.00

ORDER DATE :

ORDER TIME : 4:09 PM

400002827524--2

ORDER NO. : 189975-030

CUSTOMER NO: 4307439

CUSTOMER: Scott Stanley, Legal Asst
Reed, Smith, Shaw & Mcclay
2500 One Liberty Pl.
1650 Market Street
Philadelphia, PA 19103

RECEIVED
99 APR -1 PM 4:43
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: OVEN (DE) QRS 11-46, INC.

, XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: KAREN ROZAR

12/4/2

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -1 AM 10:19

**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. OVEN (DE) QRS 11-46, 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. Delaware
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. March 29, 1999
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. March 29, 1999
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))
7. 50 Rockefeller Plaza, Second Floor
New York, NY 10020
(Current mailing address)
8. Own Real Estate
(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.

Corporation Service Company

By: Shelly Holmes

(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: _____

Address: _____

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. Michael B. Pollack, Assistant Secretary

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

OVEN (DE) QRS 11-46, INC.

Officers/Directors Rider

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
William P. Carey	Chairman of the Board	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
H. Augustus Carey	President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Steven M. Berzin	Executive Vice President, Chief Financial Officer and Chief Legal Officer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gordon F. DuGan	Executive Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Claude Fernandez	Executive Vice President and Chief Administrative Officer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Edward V. LaPuma	Director, Executive Vice President- Portfolio Manager and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Anthony S. Mohl	Senior Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
John J. Park	Senior Vice President - Finance, Treasurer and Director of Research	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Michael D. Roberts	Senior Vice President and Controller	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gordon J. Whiting	Senior Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Anne R. Coolidge	First Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Susan C. Hyde	First Vice President, Director of Investor Relations and Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Frank S. Owens	First Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
W. Sean Sovak	First Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

OVEN (DE) QRS 11-46, INC.
Officers/Directors Rider

Robert C. Kehoe	Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
David G. Termine	Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Matthew B. Walley	Vice President, Director of Corporate Communications and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Timothy W. Burdette	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Kimberly J. Dussol	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Yasmin Guerrero	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Natalia A. Hooker	Second Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Philip M. Kibel	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Alexis Lewin	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Nicole Bigler Lefort	Second Vice President	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Mary P. Nelson	Second Vice President and Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Gagan S. Singh	Second Vice President and Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Andrew H. Barnes	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Stacie J. Colten	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Brieuc de Crombrugghe	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Benjamin P. Harris	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Stephanie K. Kirke	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

OVEN (DE) QRS 11-46, INC.
Officers/Directors Rider

Orna Nortman	Assistant Treasurer	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Louisa H. Quarto	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Maxine S. Kisilinsky	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Stephen M. Lyons, III	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Ruth S. Perfido	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Michael B. Pollack	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Elizabeth Stoeber	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020
Patrick E. Sweeney	Assistant Secretary	50 Rockefeller Plaza, 2nd Floor New York, NY 10020

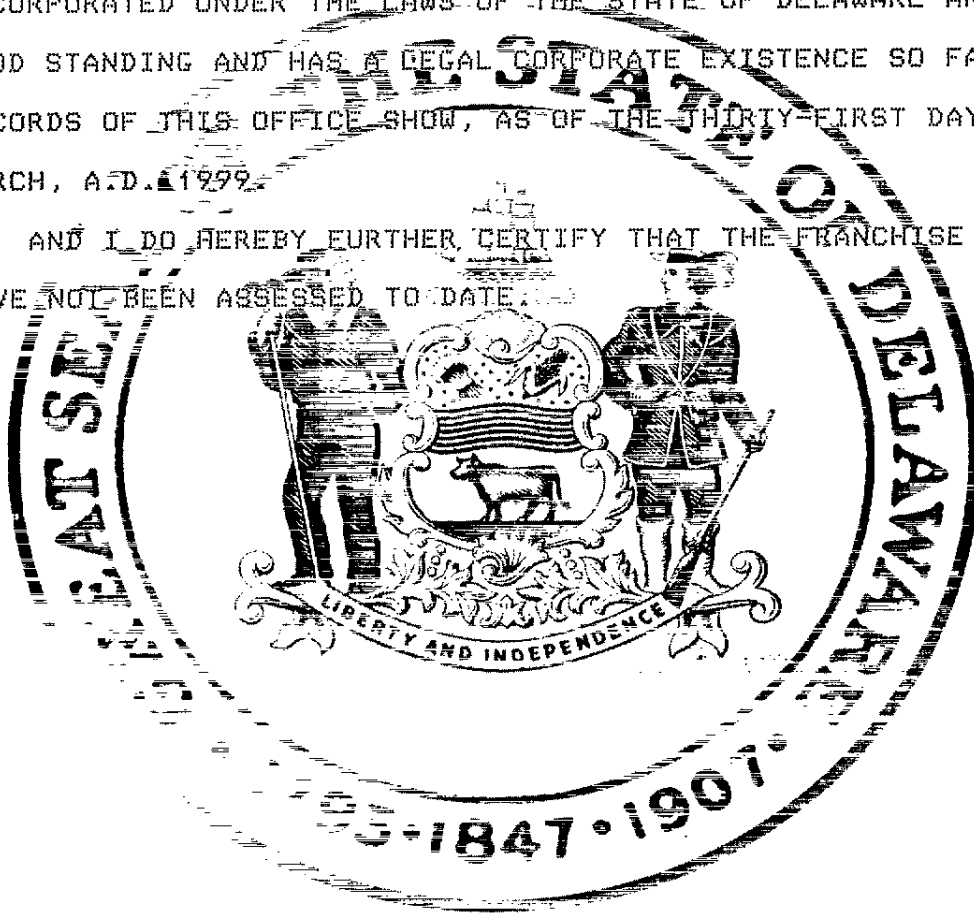
State of Delaware

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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 "OVEN (DE) QRS 11-46, INC." 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 THIRTY-FIRST DAY OF MARCH, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -1 AM 10:19



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

3022620 8300

DATE:

9662672

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03-31-99