



THE UNITED STATES  
CORPORATION  
COMPANY

F99000003188

ACCOUNT NO. : 072100000032

REFERENCE : 281086 82475A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pizant*

ORDER DATE : June 21, 1999

ORDER TIME : 11:34 AM

ORDER NO. : 281086-005

500002910855--7

CUSTOMER NO: 82475A

CUSTOMER Robert Abraham, Esq  
Dunn Abraham & Swain  
347 South Ridgewood Avenue  
Daytona Beach, FL 32114

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: MONMOUTH REAL ESTATE  
INVESTMENT CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 21 PM 2:35

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

JUN 21 1999

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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. Monmouth Real Estate Investment 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. Delaware 3. 22-1897375  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. March 28, 1990 5. Perpetual  
(Date of incorporation) (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 817.155, F.S.)
7. 125 Wyckoff Road  
Eatontown, NJ 07724  
(Current mailing address)
8. To operate as a real estate investment trust (REIT)  
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)  
Name: Robert Abraham  
Office Address: 347 S. Ridgewood Avenue  
Daytona Beach, Florida, 32114  
(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.*

Robert Abraham

(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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

Chairman: Eugene W. Landy

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

~~XXXXXXXXXX~~  
Vice Chairman: Anna T. Chew  
Director

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

Director: Ernest V. Bencivenga

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

Director: Samuel A. Landy

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

SEE ATTACHED CONTINUATION

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

President: Eugene W. Landy

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

~~XXXXXXXXXX~~  
Vice President: Anna T. Chew  
Controller

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

Secretary: Louise Green

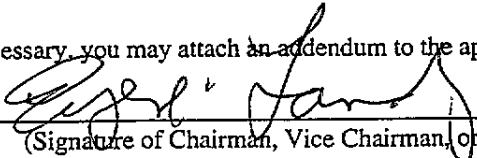
Address: 125 Wyckoff Road  
Eatontown, NJ 07724

Treasurer: Ernest V. Bencivenga

Address: 125 Wyckoff Road  
Eatontown, NJ 07724

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**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. Eugene W. Landy, Chairman of the Board and President  
(Typed or printed name and capacity of person signing application)

**MONMOUTH REAL ESTATE INVESTMENT CORPORATION**  
**DIRECTORS, CONTINUED**

A. Directors

Daniel D. Cronheim  
David Cronheim Company  
205 Main Street  
Chatham, New Jersey 07928

Ara Hovnanian  
Hovnanian Enterprises  
10 Highway 35  
Red Bank, New Jersey 07701

Boniface DeBlasio  
10 Page Drive  
Red Bank, New Jersey 07701

Dunham Morey  
4 Dutch Lane  
Freehold, New Jersey 07728

Charles P. Kaempffer  
33 Fox Hedge Road  
Colts Neck, New Jersey 07722

Robert G. Sampson  
48-650 Northview Drive  
Palm Desert, California 92260

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State of Delaware  
Office of the Secretary of State

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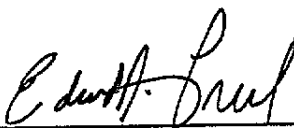
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MONMOUTH REAL ESTATE INVESTMENT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF JUNE, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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Edward J. Freel, Secretary of State

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AUTHENTICATION: 9798549

DATE: 06-11-99