

ACCOUNT NO. :

072100000032

REFERENCE

291994

AUTHORIZATION

ORDER DATE: June 29, 1999

ORDER TIME :

3:27 PM

ORDER NO. :

291994-020

200002922902--6

CUSTOMER NO: 4304756

CUSTOMER:

Robert Porcelli, Legal Asst

Bingham Dana Llp 150 Federal Street

Boston, MA 02110

FOREIGN FILINGS

NAME:

HERITAGE REALTY TRUST, INC.

QUALIFICATION (TYPE: CO)

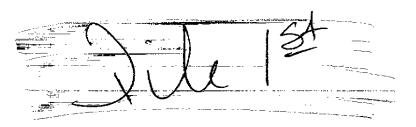
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson



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:

		100 100 100 100 100 100 100 100 100 100
1.	Heritage Realty Trust, Inc.	920
	Heritage Realty Trust, Inc. (Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or	-129 CA
	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.)	905
	بن المستقدم	五三
	บ	3 9
2.	Maryland 3. (State or country under the law of which it is incorporated) (FEI number, if applicable)	To to
	(State or country under the law of which it is incorporated) (FEI number, if applicable)	
	. 1	
4	7/1/99 5. Perpetual (Date of Incorporation) (Duration: Year corp. will cease to exist or	
	(Date of Incorporation) (Duration: Year corp. will cease to exist or	→ +
	"perpetual")	
6	T-17- 8-1000	
υ.	July § 1999 (Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)	
7.	_535 Boylston Street, Boston, MA 02116	
	The second of the second was selected and the second secon	
	(Current mailing address)	<u></u> f 16
	(Curront maning address)	
_		
8	(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)	<u>-</u> 79 II. 1.42
	(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	
	Name.	
	1201 March Character	
	Office Address: 1201 Hays Street	,
	Tallahassee , Florida , 32301	
۱۸	(Zip Code)	*****
IU.	Registered agent's acceptance:	
u_{α}	wing heen named as registered agent and to accent service of process for the above the]
cor	wing been named as registered agent and to accept service of process for the above state reportation at the place designated in this application, I hereby accept the appointment	ea
eg	sistered agent and agree to act in this capacity. I further agree to comply with the provisions	as of
uu	statutes relative to the proper and complete performance of my duties, and I am familiar wi	ith
ına	d accept the obligations of my position as registered agent.	·-• •
	Corporation Service Company	
	By: Marinoon (1116 -	
	(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) 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: Address: NOTE: If necessary, you may attack 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)

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

HERITAGE REALTY TRUST, INC.

List of Officers and Directors

Officers

Name	Office	Business Address
Thomas C. Prendergast SSN: 151-42-3960	President, Chief Executive Officer and Chairman of the Board	535 Boylston Street Boston, MA 02116
Richard L. Trueblood	Treasurer	535 Boylston Street Boston, MA 02116
J. Leo Barry	Secretary	24 Cross Street Plainville, MA 02762
David W. Laughton	Assistant Secretary	265 Maple Street Manchester, NH 03103

Directors

Name	Business Address
David W. Laughton	265 Maple Street Manchester, NH 03103
George W. Cashman	544 Main Street Boston, MA 02129
J. Leo Barry	24 Cross Street Plainville, MA 02762
William M. Vaughn, III	1385 Hancock Street Quincy, MA 02169
Thomas C. Prendergast SSN: 151-42-3960	535 Boylston Street Boston, MA 02116

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STATE OF MARYLAND Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATIONS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT HERITAGE REALTY TRUST, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND THE 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 MARYLAND.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS JULY 01, 1999.

Paul B. Anderson Charter Division

Faul B. Underen

