

F9900003564



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 4, 2000

WP-RIVERPARK, INC.
% CAPROCK INVESTMENTS, LLC
12TH FL., 7735 OLD GEORGETOWN RD.
BETHESDA, MD 20814

SUBJECT: WP-RIVERPARK, INC.
Ref. Number: F99000003564

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To Whom It May Concern:

In a recent audit of our records we have determined that the original Application for Authorization to Transact or Conduct Business in the State of Florida for WP-RIVERPARK, INC., document number F99000003564, has been misplaced and has not been imaged for the official record.

The purpose of this letter is to ask you to furnish us with a photocopy of the application, so that we can complete our records.

Please send the copy to:

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Lyn Turley-Shoffstall

I hope this request is not too much of an inconvenience.

Should you have any questions regarding this matter, please feel free to contact me at (850) 487-6900.

Sincerely,
Lyn Turley-Shoffstall,
Management Review Specialist
Bureau of Commercial Recording

Letter number: 400A00005742

SHANLEY, SWEENEY, REILLY & ALLEN, P.C.

ATTORNEYS AND COUNSELLORS AT LAW

THE CASTLE AT TEN THURLOW TERRACE

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February 15, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Attn: Lyn Turley-Shoffstall

Re: WP-Riverpark, Inc.

Dear Ms. Turley-Shoffstall:

As per your request of February 4, 2000, enclosed please find a copy of the Application for Authorization to Transact or Conduct Business in the State of Florida for WP-Riverpark, Inc. Please feel free to call me if I can be of any further assistance.

Very truly yours,

SHANLEY, SWEENEY, REILLY
& ALLEN, P.C.



Steven S. Heyman

SSH/nab
Enclosure

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
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. WP-Riverpark, 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. July, 1999

(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 817.155, F.S.))

7. c/o Caprock Investments, LLC

12th Floor, 7735 Old Georgetown Road, Bethesda, Maryland 20814

(Current mailing address)

Engage in any lawful act or activity for which corporations may be organized under the

8. General Corporation Law of Delaware.

(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

Kimberly D. Gilbertson
(Registered agent's signature) (Officer)

Kimberly Gilbertson
(Type Name and Title of Officer)

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CLERK OF DISTRICT COURT
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 (Street address only - P.O. Box **NOT** acceptable)

Chairman: Thomas K. Wasp

Address: c/o Caprock Investments, LLC
12th Floor, 7735 Old Georgetown Road
Bethesda, Maryland 20814

Vice Chairman: David Pierce

Address: c/o The Horizon Group
554 Pratt
North Schaumburg, IL 60193

Director: Mark A. Ferrucci

Address: 1209 Orange Street
Wilmington, Delaware 19801

Director: _____

Address: _____

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

President: Thomas K. Wasp

Address: c/o Caprock Investments, LLC
12th Floor, 7735 Old Georgetown Road
Bethesda, Maryland 20814

Vice President: David Pierce

Address: 554 Pratt Avenue North
Schaumburg, IL 60193

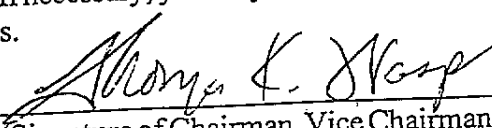
Secretary: David Pierce

Address: 554 Pratt Avenue North
Schaumburg, IL 60193

Treasurer: Thomas K. Wasp

Address: c/o Caprock Investments, LLC
12th Floor, 7735 Old Georgetown Road
Bethesda, Maryland 20814

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. Thomas K. Wasp, President
(Typed or printed name and capacity of person signing application)

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