

September 12, 2001

Registrations Section Division of Corporations State of Florida P.O. Box 6327 Tallahassee, FL 32314

600004593996---8 -09/17/01--01091--009 *****125.00 *****125.00

Re:

Certificate of Authority for a foreign LLC

HTA Management, LLC Our File No. 2057.01

To whom it may concern:

Enclosed please find the following in connection with the authorization of our client, HTA Management, LLC, a Delaware limited liability company, to transact business in the State of Florida:

1. Original Application by Foreign Limited Liability Company for Anthorizato Transact Business in Florida

2. Good Standing Certificate issued by the State of Delaware

3. Filing Fee in the amount of \$125.00 (Filing Fee and Designation of Registered Agent)

4. Self-addressed, stamped envelope.

Please return evidence of the authority to transact business, when issued, to us in the enclosed envelope. If you have any questions or require anything further, please do not hesitate to contact us.

Very truly yours,

KARP & GENAUER, P.

Heather Irving, Legal Assistant

Enclosures

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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Delaware Trisdiction under the law of which foreign limited liability company is organized) August 28, 2001 (Date of Organization) Upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 3225 Aviation Ave., PH Suite Coconut Grove, FL 33133 (Street address of principal office) If limited liability company is a manager-managed company, check here JAG Ventures, Ltd., 3225 Aviation Ave., PH Suite, Coconut Grove, FL 33133 Vallace L. Scruggs, Jr., 6851 Oak Hall Lane, Suite 100, Columbia, MD 20145 Randy E. Rieger, 3225 Aviation Ave., PH Suite, Coconut Grove, FL 33133 Susan Leigh, 1210 Hill—N-Dale So., Tallahassee, FL 32311 Attached is an original certificate of existence, no more than 90 days old, duly antienticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate coth of the translator must be submitted.) Nature of business or purposes to be conducted or promoted in Florida: Any and all lawful business HTA MANASSERST, LLC, EY: JAG VENTURES, LTD. By: JAG INVESTORS, INC., By: Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perior with at the face stated herein are true.)	HTA MANAGEMENT, LLC	of foreign limited liability company)	
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Stewart Marcus, President	(III ACCOMMANCE WITH SCORE	penalties of perjury that the facts stated herein are true.)	
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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: HTA Management, LLC	
2. The name and the Florida street address of the registered agent and office are:	· ·
JAG Ventures, Ltd.	- RS <u>-</u>
(Name)	CRE SE
3225 Aviation Ave., PH Suite	FIL P 17 ETARI
Florida street address (P.O. Box NOT ACCEPTABLE)	
Coconut Grove FL 33133	5: 70 STATE LORIDA
(City/State/Zip)	

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

JAG VENTURES, LTD., by JAG INVESTORS, INC., G.P.

By: (\$ignature)

Stewart Marcus, President

\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent \$ 30.00 Certified Copy (optional) \$ 5.00 Certificate of Status (optional)

State of Delaware Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HTA MANAGEMENT, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF AUGUST, A.D. 2001.

Warriet Smith Windsor, Secretary of State

AUTHENTICATION: 1318880

DATE: 08-29-01

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