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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: Hines Services LLC (Name of foreign limited liability company) (applied for) 2 Delaware (Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized) January 21, 1999 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") upon qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 2800 Post Oak Blvd., Suite 5000 Houston, Texas 77056 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The usual business addresses of the managing members or managers are as follows: 2800 Post Oak Blvd., Suite 5000 Houston, Texas 77056 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated 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 under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Real estate investment and any lawful act or activity. 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 perjury that the facts stated herein are true.) * Cynthia A. Krist

Typed or printed name of signee

sole member of Hines Services LLC

FL057 - H/1/99 CT System Online

* Cynthia A. Krist, Vice President of Hines Holdings, Inc.,

General Partner of Hines Interests Limited Partnership,

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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THE THE PARTY OF COLUMN	THE PROVISIONS OF SEC LIMITED LIABILITY COM A REGISTERED OFFICE	MANY SUBMILI	STHEFOLLOWING	2 FW I DIMIDIA I
1. The name of t	the Limited Liability Compa	my is:		
Hines	Sovices LLC	<u>, </u>		
2. The name and	1 the Florida street address o	f the registered as	gent and office are:	
	C T Corporation	n System		= = = = = = = = = = = = = = = = = =
·		(Name)	•	02 APR SECRET
	1200 South Pine			TAR
	Florida street addr	ess (P.O. Box <u>NOT</u>	ACCEPTABLE)	AMII EE, FLO
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Having been nan	med as registered agent and to	accept service of	process for the above si	area umuea ment as registered

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..

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

\$ 100.00 Filing Fee for Application \$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

\$ 5.00 Certificate of Status (optional)

Delaware

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HINES SERVICES 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-SEVENTH DAY OF MARCH, A.D. 2002.

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

O2 APR -2 AMII: 43
SECRETARY OF STATE



Darriet Smith Windson Socreton of Source

farriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1690220

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