



MO2000002365

ACCOUNT NO. : 072100000032

REFERENCE : 737911 5062203

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 125.00

FILED
02 SEP 10 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 10, 2002

ORDER TIME : 12:05 PM

ORDER NO. : 737911-005

CUSTOMER NO: 5062203

CUSTOMER: Ms. Allyson Kasetta
Wolf, Block, Schorr &
250 Park Avenue
Suite 1000
New York, NY 10177

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TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: STERLING-TAMPA FL, LLC

700007635277--5

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

MO2-2365
[Signature]
CR

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: _____

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

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

1. Sterling-Tampa FL, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Pending
(FEI number, if applicable)
4. 9/3/02
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Wachovia Development Corporation, 1 Wachovia Center
301 S. College Street, NC-0174, Charlotte, NC 28288
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

See attached Schedule A

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: The ownership, holding, operation, leasing, management, financing and disposition of certain real property located at 1601 Busch Boulevard, Tampa FL

Lywood D Brewer
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.)

Lywood D Brewer
Typed or printed name of signee

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 SEP 10 PM 1:36

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SCHEDULE A TO APPLICATION FOR AUTHORIZATION
MANAGERS

NAME:	ADDRESS:
1. Peter M. Budko	c/o Wachovia Development Corporation, One Wachovia Center, 301 S. College St. N-0174, Charlotte, NC 28288
2. Lynwood D. Brewer	c/o Wachovia Development Corporation, One Wachovia Center, 301 S. College St. N-0174, Charlotte, NC 28288
3. Abizar S. Rangwala	c/o Wachovia Development Corporation, One Wachovia Center, 301 S. College St. N-0174, Charlotte, NC 28288
4. Sandra E. Langs	c/o Giddins, Clamans & Langs, 675 Third Avenue, New York, NY 10017
5. Paul Giddins	c/o Giddins, Clamans & Langs, 675 Third Avenue, New York, NY 10017

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TALLAHASSEE, FLORIDA

**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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1. The name of the Limited Liability Company is:

Sterling-Tampa FL, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
(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.

Cynthia L. Harris
as its agent

Cynthia L. Harris
(Signature)

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

Delaware

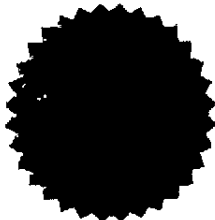
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STERLING-TAMPA FL, 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 TENTH DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STERLING-TAMPA FL, LLC" WAS FORMED ON THE THIRD DAY OF SEPTEMBER, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3564605 8300

AUTHENTICATION: 1974358

020564131

DATE: 09-10-02