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DIVISION OF CORPORATION

FOREIGN LIMITED LIABILITY COMPANY**CPRE-1 MIR II, L.L.C.**

Certificate of Status	1
Certified Copy	1
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SECRETARY OF STATE

2-6-04

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

*IN COMPLIANCE WITH SECTION 608.508, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. CPRE-1 MIR II, L.L.C.
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-0685321
(FEI number, if applicable)
4. January 30, 2004
(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. 100 Crescent Court, Suite 1000
Dallas, Texas 75201
(Street address of principal office)

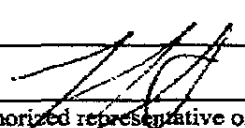
8. If limited liability company is a manager-managed company, check here ☒

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

See attached.

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


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.)

Roy Laprus, Authorized Representative
Typed or printed name of signee

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AND
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04 FEB - 6 PM 4:07
SECRETARY OF
TREASURY

**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:

CPRE-I MIR II, L.L.C.

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

CT Corporation System

(Name)

c/o CT Corporation System, 1200 South Pine Island Road

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

Plantation,

FL

33324

(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.

CT Corporation System

By: Carmie Rogers

(Signature)

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

FILED
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA
04 FEB -6 PM 4:07

Board of Managers of CPRE-1 MIR II, L.L.C.

Last Name	First Name	Address
Rothenberg	Stuart M.	85 Broad Street, New York, NY 10004
Burban	Elizabeth M.	85 Broad Street, New York, NY 10004
Cramer	Brahm S.	85 Broad Street, New York, NY 10004
Geery	Patricia C.	85 Broad Street, New York, NY 10004
Giannoble	Todd P.	100 Crescent Court, Suite 1000, Dallas TX 75201
Goodwin	Larry	100 Crescent Court, Suite 1000, Dallas TX 75201
Kava	Alan S.	85 Broad Street, New York, NY 10004
Metz	Justin	85 Broad Street, New York, NY 10004
Naughton	Kevin	85 Broad Street, New York, NY 10004
Robinson	Robbie	85 Broad Street, New York, NY 10004
Scesney	Josephine	85 Broad Street, New York, NY 10004
Tsai	Teresa	85 Broad Street, New York, NY 10004

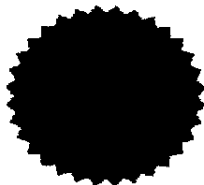
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FILED

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CPRE-1 MIR II, L.L.C." 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 SECOND DAY OF FEBRUARY, A.D. 2004.



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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2903943

DATE: 02-02-04