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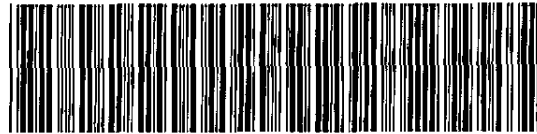
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FILED
05 APR 28 AM 7:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
05 APR 28 PM 3:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CT CORPORATION

April 28, 2005

Department of State, Florida
409 East Gaines Street
Tallahassee FL 32399

FILED
05 APR 28 AM 7:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6352515 SO
Customer Reference 1:
Customer Reference 2: 214 969-2982

Dear Department of State, Florida:

Please obtain the following:

MS Woolbright Glades Plaza, L.L.C. (DE)
Registration
Florida

MS Woolbright Glades Plaza, L.L.C. (DE)
Cert. Copy of Application for Authority-Foreign
Florida

MS Woolbright Glades Plaza, L.L.C. (DE)
Certificate of Status-Foreign
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

CT CORPORATION

Sincerely,

Stephanie Sanders
Fulfillment Specialist
Stephanie_Sanders@cch-lis.com

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05 APR 28 AM 7:35
SECH. DIV. OF STATE
TALLAHASSEE, FLORIDA

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. MS Woolbright Glades Plaza, L.L.C.
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. April 27, 2005
(Date of Organization)
5. December 31, 2012
(Duration: Year limited liability company will cease to exist or "perpetual")
6. April 29, 2005
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability.)
7. 3200 North Military Trail
Boca Raton, Florida 33431
(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 1.
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: Acquisition, ownership, operation, further development or redevelopment, leasing, financing and sale of The Glades Plaza Shopping Center in Boca Raton, Florida.

See Attached Signature Page.

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.)

Hugh McWhinnie, Authorized representative
Typed or printed name of signee

MS WOOLBRIGHT GLADES PLAZA, L.L.C.

Application for Authorization to Transact Business in Florida

Signature Page

**MS WOOLBRIGHT GLADES PLAZA, L.L.C., a
Delaware limited liability company,**

**By: Morgan Stanley Real Estate Fund IV
Domestic, L.P., a Delaware limited
partnership, a managing member**

**By: MSREF IV Domestic-GP, L.L.C., a
Delaware limited liability company,
its general partner**

By: Hugh McWhinnie
Hugh McWhinnie, Authorized representative

SCHEDULE 1

MS WOOLBRIGHT GLADES PLAZA, L.L.C.

Application for Authorization to Transact Business in Florida

Item 9. The name and usual business address of the managing members are as follows:

Name of Managing Members:

Address:

Woolbright Glades Plaza Managing Member LLC

c/o Woolbright Development, Inc.
3200 North Military Trail, 4th Floor
Boca Raton, FL 33431
Attn: Duane Stiller

Morgan Stanley Real Estate Fund IV Domestic, L.P.

c/o MSREF IV, L.L.C.
1585 Broadway, 37th Floor
New York, NY 10036
Attn: Michael J. Franco

**Morgan Stanley Real Estate Fund IV Special
Domestic, L.P.**

c/o MSREF IV, L.L.C.
1585 Broadway, 37th Floor
New York, NY 10036
Attn: Michael J. Franco

**Morgan Stanley Real Estate Investors IV Domestic,
L.P.**

c/o MSREF IV, L.L.C.
1585 Broadway, 37th Floor
New York, NY 10036
Attn: Michael J. Franco

MSP Real Estate Fund IV, L.P.

c/o MSREF IV, L.L.C.
1585 Broadway, 37th Floor
New York, NY 10036
Attn: Michael J. Franco

**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:

MS Woolbright Glades Plaza, L.L.C.

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

CT Corporation System, Attn: Fulfillment

(Name)

1200 S. Pine Island Rd.

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, Florida Statutes


(Signature)

Michael E. Jones
Assistant Secretary

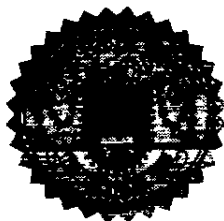
\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MS WOOLBRIGHT GLADES PLAZA, 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 TWENTY-SEVENTH DAY OF APRIL, A.D. 2005.



3961529 8300

050340664

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3841874

DATE: 04-27-05