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ACCOUNT NO. : 072100000032 REFERENCE AUTHORIZATION COST LIMIT : \$ 155.00 ORDER DATE : July 3, 2006 ORDER TIME : 1:36 PM ORDER NO. : 221814-005 CUSTOMER NO: 5014489 FOREIGN FILINGS NAME: DTZ ROCKWOOD LLC XXXX QUALIFICATION (TYPE: LL) PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER:

CONTACT PERSON: Doreen Wallace -- EXT# 2928

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

١.	DTZ Rockwood LLC			
<i>'</i> –	(Name of Foreign Lim	nited Lia	oility Company)	200
(J	New York urisdiction under the law of which foreign limited liab ompany is organized)	3.	13-3914520 (FEI number, if applicable)	THE TOTAL STREET
i	July 18, 1996 (Date of Organization)	5.	Perpetual (Duration: Year limited liability company exist or "perpetual")	WIII PARTY
j	N/A			RICH
	(Date first transacted business (See sections 608 501 & 608 50	i in Florid 32 F.S. to	fa, if prior to registration.) determine penalty liability)	Ÿ
· _	555 Fifth Avenue, 5th Floor, New Yo			
•	(Street Ad	ldress of	Principal Office)	
1	If limited liability company is a manager-man	aned co	mpany check here	
	in mined habinty company is a manager-man	aged et	impany, oneek nore is	
	The name and usual business addresses of the	тапад	ing members or managers are as foll	ows:
		_,		
	John W. Magee, 555 Fifth Avenue, 5th	Floor	, New York, NY 10017	
	Daniel J. McNulty, 555 Fifth Avenue,	5th F	loor, New York, NY 10017	
			A. W. Sulus A.	
ejı	Attached is an original certificate of existence, no more that urisdiction under the law of which it is organized. (A phostation of the certificate under oath of the translator must be	otocopy is	not acceptable. If the certificate is in a foreig	
1.	Nature of business or purposes to be conduct	ted or p	romoted in Florida: Real estate a	advisory,
n	management, and brokerage services.			*
			orized representative of a member.	
			the execution of this document constitutes that the facts stated herein are true)	
	John W. Magee			
	Typed or pr	rinted n	ame of signee	

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:				
D	TZ Rockwood 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)				
	Tallahassec 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, Florida Statutes.

Corporation Service Company

(Signature)
William M Edrington, Authorized Representative

\$ 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 New York Department of State } ss:

I hereby certify, that ROCKWOOD REALTY ASSOCIATES, L.L.C. a NEW YORK Limited Liability Company filed Articles of Organization pursuant to the Limited Liability Company Law on 07/18/1996, and that the Limited Liability Company is existing so far as shown by the records of the Department.

A Certificate of Amendment ROCKWOOD REALTY ASSOCIATES, L.L.C., changing its name to DTZ ROCKWOOD LLC, was filed 05/11/2006



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Witness my hand and the official seal of the Department of State at the City of Albany, this 23rd day of May two thousand and six

Daniel Shapiro

Special Deputy Secretary of State