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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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06 JUL 17 PM 4:06

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 18, 2006

DENISE MICKY
CSC
TALLAHASSEE, FL

SUBJECT: DCT BOGGY CREEK FL GP LLC
Ref. Number: W06000031693

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2006 JUL 17 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for DCT BOGGY CREEK FL GP LLC and the authorization to debit your account in the amount of \$130.00. However, the document has not been filed and is being returned for the following:

Item 9 must be completed. Somebody or some entity has to be running the show. We note that DIVIDEND CAPITAL OPERATING PARTNERSHIP, LP has signed as a "MEMBER". Can it perhaps be considered a MANAGING MEMBER? Note that it lists itself as such on two other DCT LLC'S (printouts attached).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 406A00045798



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 244488 4304394

AUTHORIZATION

COST LIMIT : \$130.00

FILED
2006 JUL 17 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 17, 2006

ORDER TIME : 2:35 PM

ORDER NO. : 244488-035

CUSTOMER NO: 4304394

FOREIGN FILINGS

NAME: DCT BOGGY CREEK FL GP LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Denise Mick -- EXT# 2950

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. DCT BOGGY CREEK FL GP LLC
(Name of Foreign Limited Liability Company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 20-4998332
(FEI number, if applicable)
4. June 2, 2006
(Date of Organization)
5. --perpetual--
(Duration: Year limited liability company will cease to exist or "perpetual")
6. --upon filing--
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)
7. c/o Dividend Capital -- 518 17th Street, Suite 1700
Denver, Colorado 80202
(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:

DIVIDEND CAPITAL OPERATING LP (member)
518 17th STREET, SUITE 1700
DENVER,,CO 80202

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: to serve as the general partner of a foreign limited partnership qualified to transact business in Florida

--REFER TO ATTACHED PAGE FOR SIGNATURE----

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.)

--REFER TO ATTACHED PAGE FOR SIGNATURE----

Typed or printed name of signee

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SECRETARY OF STATE

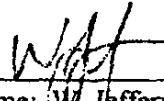
DCT BOGGY CREEK FL GP LLC

Attachment to Florida Application for Certificate of Authority

DCT BOGGY CREEK FL GP LLC

**By: Dividend Capital Operating Partnership LP,
its member**

**By: Dividend Capital Trust Inc.,
its general partner**

By: 
Name: W. Jeffery Jones
Title: Vice President

**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:

DCT BOGGY CREEK FL GP 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, Florida Statutes.

Corporation Service Company

By: _____

(Signature)

Harry B. Davis
Asst. Vice President

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

Delaware

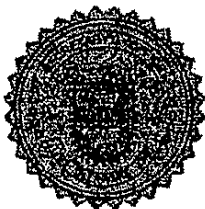
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DCT BOGGY CREEK FL GP 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 FIFTH DAY OF JUNE, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DCT BOGGY CREEK FL GP LLC" WAS FORMED ON THE SECOND DAY OF JUNE, A.D. 2006.

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



4168738 8300

060540851

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4797915

DATE: 06-05-06