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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**WCS-L Lakeside Investors V, L.L.C.**

Certificate of Status	0
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**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. WSC-L LAKESIDE INVESTORS V. L.L.C.  
(Name of Foreign Limited Liability Company)

2. Delaware 3. \_\_\_\_\_  
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable)  
company is organized)

4. December 26, 2007 5. perpetual  
(Date of Organization) (Duration: Year limited liability company will cease to  
exist or "perpetual")

6. \_\_\_\_\_  
(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 900 North Michigan Avenue, Suite 1900  
Chicago, IL 60611  
(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:  
Walton Acquisition REOC Holdings V. L.L.C., Sole Member  
900 N. Michigan Avenue, Suite 1900  
Chicago, IL 60611

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.

Please 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.)

\_\_\_\_\_  
Typed or printed name of signee

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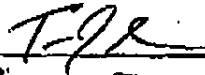
**WSC-L LAKESIDE INVESTORS V, L.L.C.,**  
a Delaware limited liability company

By: **Walton Acquisition REOC Holdings V, L.L.C.**  
a Delaware limited liability company  
Its Sole Member

By: **Walton Strest Real Estate Fund V, L.P.,**  
a Delaware limited partnership  
Its Managing Member

By: **Walton Street Managers V, L.P.,**  
a Delaware limited partnership  
Its General Partner

By: **WSC Managers V, Inc.,**  
a Delaware corporation  
Its General Partner

By:   
Name: Timothy J. Junker  
Title: Vice President

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**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:

WSC-L Lakeside Investors V, L.L.C.

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

<u>CT Corporation System</u> (Name)	2001 DEC 28 A 10:06 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA
<u>1200 South Pine Island Road</u> Florida Street Address (P.O. Box <b>NOT</b> ACCEPTABLE)	
<u>Plantation, Florida 33324</u> 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.*

By:   
(Signature)  
**James M. Halpin**  
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 "WSC-L LAKESIDE INVESTORS V, 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 DECEMBER, A.D. 2007.

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



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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6268166

DATE: 12-27-07