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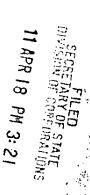
DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA

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APR 1 8 2011

EXAMINER





ACCOUNT NO. : I2000000195

REFERENCE :

AUTHORIZATION : (

COST LIMIT

ORDER DATE: April 15, 2011

ORDER TIME : 11:36 AM

ORDER NO. : 746824-020

CUSTOMER NO: 7579688

FOREIGN FILINGS

NAME: AP AMERICAN WAY LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XXX PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Matthew Young -- EXT# 2962

EXAMINER:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN OF LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:	3
AP American Way LLC	ري ري ني
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "L	LC.")
If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a consent of the managers or managing members adopting the alternate name. The alternate name must include "Lin	copy of the writter
Company," "L.L.C.," "LLC.")	inco clasinty
Delaware 3	
(Jurisdiction under the law of which foreign limited liability (FEI number, if applicable) company is organized)	
4. March 15, 2011 5. Perpetual	
(Date of Organization) (Duration: Year limited liability company wi exist or "perpetual")	Il cease to
5.	
(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 Apollo Value Enhancement Fund VII, L.P.	
Two Manhattanville Road, Suite 203, Purchase, New York 10577	
(Street Address of Principal Office)	<u> </u>
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 follow	's:
AP DW Industrial Portfolio LLC	
c/o Apollo Value Enhancement Fund VII, L.P.	
Two Manhattanville Road, Suite 203, Purchase, New York 10577	
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having content the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign lateral translation of the certificate under eath of the translator must be submitted.)	
11. Nature of business or purposes to be conducted or promoted in Florida: Real Estate	
Flead (in)	•
Signature of a member or an authorized representative of a member.	
(In accordance with section 608.408(3), R.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)	
Susana Mensah, Authorized Person \	

Typed or printed name 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.

AP America	of the Limited Liability Con Way LLC	mpany is.	
If name unavai	ilable, the alternate name t	to be used in the state of Florida is:	
2. The name a	and the Florida street addre	ess 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	 -
	•		
		nd to accept service of process for the above in this certificate, I hereby accept the appoin	

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)

Matthew Young
Asst. V. Pres.

\$ 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, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "AP AMERICAN WAY 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 EIGHTEENTH DAY OF APRIL, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AP AMERICAN WAY LLC" WAS FORMED ON THE FIFTEENTH DAY OF MARCH, A.D. 2011.

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

4953910 8300

110424379

DATE: 04-18-11

AUTHENTICATION: 8699811

You may verify this certificate online at corp delaware gov/author shtm?