Division of Corporations lua Department of State

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Account Number : FCA000000023 Phone : (850)222-1092 Fax Number : (850)878-5368

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Foreign Limited Liability Company ARCP RL Portfolio VIII, LLC

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7/16/2014

JUL 1 7 2014

S. YOUNG

COVER LETTER

TO:	Registration Section Division of Corporations			
SUBJE	ARCP RL Pertfelio VIII, LI	L.C		
		Name of Limited Liability Company		
The end Existen	losed "Application by Foreign Lim ce, and check are submitted to regis	uited Liability Company for Authorizate the above referenced foreign limit	tion to Transact Business in Florida," Certificate of led liability company to transact business in Florida.	
Please r	eturn all correspondence concernin	g this matter to the following:		
	Jennifer Wittmann			
	· 	Name of Person		
	American Realty Capital	Properties, Inc.		
		Firm/Company		
	2325 E. Camelback Road	I, Suite 1100		
		Address		
	Phoenix, AZ 85016			
		City/State and Zlp Code		
	jwittmann@arcpreit.com		•	
	E-ma	il address: (to be used for fitture ennual re-	port notification)	
For furt	ner information concerning this ma	tter, please call:		
	Jennifer Wittmann	at (602	778-6352	
	Name of Contact		Daytime Telephone Number	
	MATLING ADDRESS: Division of Corporations Registration Section P.O. Box 6327 Tallahassee, FL 32314	STREET ADDRESS: Division of Corporations Registration Section Clifton Building 2661 Executive Center Clr Tallahassee, FL 32301	50	
Enclos	ed is a check for the followin	-	En 12	
		0.00 Filing Fee & S155.00 Filing fificate of Status Certified Cop	• • • • • • • • • • • • • • • • • • • •	

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BY SINESS IN THE STATE OF FLORIDA:

(If name unavailable, enter alten	nate name adopted for the purpose o	Ctransaction hanisms	in Florida 'The s	itemate come o	nust include	11 5-
Liability Company," "L.L.C," or	"LLC.")	, as seeing topics	- 101 1011011. 716 6	MARKET CHANGE IN	anar merinde	Lin
2. Delaware		3				
(Jurisdiction under the law of company is organized)	which foreign limited liability		(FRI number	, if applicable)		
4	(Date first transacted business	in Florida, is prior to	registration.)			
	(See sections 605,0904 & 605.09	VA, F.S. to determine	penany naninty)			
5. American Realty Capital	Properties, Inc.	 				
2325 E. Camelback Road	i, Suite 1100, Phoenix, AZ 8501	6				
	(Street Addr	ess of Principal Offic	e)	·		
6. American Realty Capital	Properties, Inc.					
2226 D. Camalhada Dani		æ				
	L Suite 1100, Phoenix, AZ 8501	iling Address)				ш.
7. The name, title or ca	pacity and address of the po	erson(s) who has			ge is/are;	-
7. The name, title or ca	pacity and address of the po	erson(s) who has			ge is/are:	
7. The name, title or can Colo REIT Advisors III, LL.	pacity and address of the po C, Manager, 2325 E. Camelbac	erson(s) who has	0, Phoenix AZ	85016	ed by the	
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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902 (1)(d), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

	of the Limited Liability Co	mpany is:	
	c, the alternate to be used in	the state of Florida is:	
2. The name	and the Florida street addre	ss of the registered agent and office are:	
	C T Corporation System		
		(Name)	-
	1200 South Pine Island Road		_
	Florida Street	Address (P.O. Box NOT ACCEPTABLE)	
	Plantation	FL 33324	_
		City/State/Zip	
liability comp registered ag statutes relati	any at the place designated ent and agree to act in this coing to the proper and completigations of my position as re C T Corporation System By:	nd to accept service of process for the above in this certificate, I hereby accept the appoint apacity. I further agree to comply with the pute performance of my duties, and I am familiagistered agent as provided for in Chapter 60 James M. h Assistant Security Assistant Security American Assistant Security American American Assistant Security American	ment as rovisions of all ar with and PS, Florida Halpin
	\$ 100. \$ 25. \$ 30. \$ 5.	Designation of Registered Agent Certified Copy (optional)	JUL 16 M/H: 2A AHASSEE FLORDA

Delaware

DACE '

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARCP RL PORTFOLIO VIII, 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 ELEVENTH DAY OF JULY, A.D. 2014.

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

SECRETARIAN SECRET

5542613 8300

140947299

You may verify this cortificate online

Juffrey W. Bullock, Secretary of State

AUTHENTICATION: 1529514

DATE: 07-11-14