

M15000004927

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

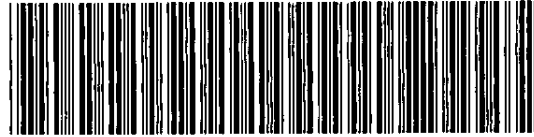
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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DEPARTMENT OF STATE  
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15 JUN 23 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JUN 24 2015  
S. YOUNG

CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 676969 4302216

AUTHORIZATION :

COST LIMIT : \$125.00

ORDER DATE : June 21, 2015

ORDER TIME : 8:54 AM

ORDER NO. : 676969-055

CUSTOMER NO: 4302216

FOREIGN FILINGS

NAME: BRE SOUTH MIXED ASSET OWNER  
LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Courtney Williams -- EXT# 62935

EXAMINER: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: BRE South Mixed Asset Owner LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Ann Schneider

Name of Person

Equity Office

Firm/Company

222 S. Riverside Plaza, Suite 2000

Address

Chicago, IL 60606

City/State and Zip Code

Ann-Schneider@equityoffice.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ann Schneider

Name of Contact Person

at (312) 466-3607

Area Code

Daytime Telephone Number

**MAILING 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 Circle  
Tallahassee, FL 32301

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 JUN 23 AM 11:11

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Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &  
Certificate of Status

☐ \$155.00 Filing Fee &  
Certified Copy

☐ \$160.00 Filing Fee, Certificate  
of Status & Certified Copy

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 BUSINESS IN THE STATE OF FLORIDA:

1. BRE South Mixed Asset Owner LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include "Limited Liability Company," "L.L.C.," or "LLC.")

2. DE

(Jurisdiction under the law of which foreign limited liability company is organized)

3.

(FEI number, if applicable)

4.

(Date first transacted business in Florida, if prior to registration.)  
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. c/o Equity Office 222 S. Riverside Plaza, Suite 2000, Chicago, IL 60606

(Street Address of Principal Office)

6.

(Mailing Address)

7. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By:

DAVE NICKELSEN, ASST. VP.

(Registered agent's signature)

8. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

The authority to manage the company is vested in a Managing Member entity, BRE Imagination Pooled Mixed

Asset LLC. The Managing Member has appointed officers to the company who are authorized to act on behalf of the

company. The officer slate is attached to this form.

9. Attached is a 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. (If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted)

Signature of an authorized person

(In accordance with section 605.0203, F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Anthony Beovich

Typed or printed name of signee

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Officers of BRE South Mixed Asset Owner LLC

<u>Name</u>	<u>Office</u>
/ Jonathan D. Gray	Senior Managing Director Executive Chairman
/ Kenneth A. Caplan	Senior Managing Director and Vice President
/ Tyler Henritze	Senior Managing Director and Vice President
/ Nadeem Meghji	Senior Managing Director and Vice President
/ A.J. Agarwal	Senior Managing Director and Vice President
/ William J. Stein	Senior Managing Director and Vice President
/ Frank Cohen	Senior Managing Director and Vice President
/ David Roth	Senior Managing Director and Vice President
/ Gio Cutaia	Senior Managing Director and Vice President
/ Paul Quinlan	Managing Director, Vice President, Assistant Treasurer and Secretary
/ Anthony Beovich	Managing Director, Vice President, Assistant Treasurer and Assistant Secretary
/ Michael Lascher	Managing Director and Vice President
/ David Hirsh	Managing Director and Vice President
/ Devin Peterson	Vice President
/ Kevin Dinnic	Managing Director and Vice President
Byron Blount	Managing Director and Vice President

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The address of each of the above listed officers and the Managing Member is:

The Blackstone Group  
345 Park Avenue  
New York, NY 10154

# Delaware

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## *The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRE SOUTH MIXED ASSET OWNER 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 TWENTY-SECOND DAY OF JUNE, A.D. 2015.

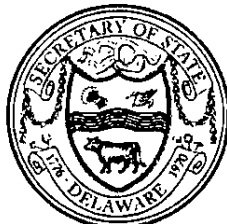
AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRE SOUTH MIXED ASSET OWNER LLC" WAS FORMED ON THE FIFTEENTH DAY OF JUNE, A.D. 2015.

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

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TALLAHASSEE, FLORIDA

5766540 8300

150950282



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

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2486140

DATE: 06-22-15