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**Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)617-6383

From: Account Name : INCORPORATING SERVICES FL
Account Number : 120050000052
Phone : (850)656-7956
Fax Number : (850)656-7953

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

**Foreign Limited Liability Company
BRANDYWINE REALTY USA LLC**

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

RECEIVED

JAN 22 2018

D. SCOTT

JAN 23 2018

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

IN COMPLIANCE WITH SECTION 605.020, FLORIDA STATUTES THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA

1. **BRANDYWINE REALTY USA LLC**

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "LLC," or "LLP")

(If many translatable word elements were adopted for the purpose of transacting business in Florida, the alternate name must include "Limited Liability Company," "LLC," or "LLP")

2. **Delaware**

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

3. _____

(Will number, if applicable)

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

5. **853 Broadway, 9th FL**

(Street Address of Principal Office)

NYC, NY 10003

6. **853 Broadway, 9th FL**

(Mailing Address)

NYC, NY 10003

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

Name: **Incorporating Services, Ltd.**

Office Address: **1540 Glenway Drive**

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 limited liability company 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.

Sara Plarame, assistant secretary

(Registered agent's signature)

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

Title or Capacity:	Name and Address:	Title or Capacity:	Name and Address:
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CEO

Thibault Adrien

**853 Broadway, 9th FL
NYC, NY 10003**

MGR

John Brandon Willford

**853 Broadway, 9th FL
NYC, NY 10003**

(Use attachments if necessary)

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)

10. This document is executed in accordance with section 605.0203 (2) (b), Florida Statutes. 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.

Signature of an authorized person

Thibault Adrien

Typed or printed name of signer

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRANDYWINE REALTY USA 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 JANUARY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRANDYWINE REALTY USA LLC" WAS FORMED ON THE EIGHTEENTH DAY OF JANUARY, A.D. 2018.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.

FILED
2018 JAN 22 A 10:51
TALLMAN, GREGORY H. 10/21/18




Jeffrey W. Bullock, Secretary of State

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SR# 20180391828

You may verify this certificate online at corp.delaware.gov/authver.shtml

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Date: 01-22-18