

# M190000005395

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

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MAIL

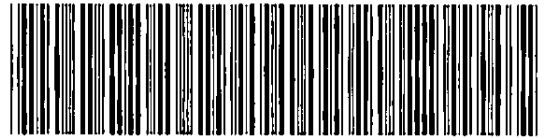
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(Business Entity Name)

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(Document Number)

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

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TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA

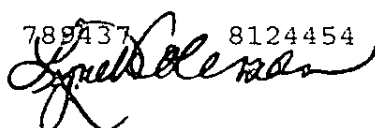
B KINSEY

JUN 04 2019

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

ACCOUNT NO. : I20000000195

REFERENCE : 789437 8124454

AUTHORIZATION : 

COST LIMIT : \$ 125.00

ORDER DATE : June 3, 2019

ORDER TIME : 3:10 PM

ORDER NO. : 789437-005

CUSTOMER NO: 8124454

FOREIGN FILINGS

NAME: BRE TAMPA DISTRIBUTION  
CENTER HOLDINGS 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: Lydia Cohen -- EXT# 62974

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

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** BRE Tampa Distribution Center Holdings 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:

Lakecia Stanford

\_\_\_\_\_  
Name of Person

Revantage Corporate Services

\_\_\_\_\_  
Firm/Company

233 S. Wacker Drive, Suite 4700

\_\_\_\_\_  
Address

Chicago, IL 60606

\_\_\_\_\_  
City/State and Zip Code

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

For further information concerning this matter, please call:

Lakecia Stanford

312

466-3413

at (\_\_\_\_\_) \_\_\_\_\_

\_\_\_\_\_  
Name of Contact Person

\_\_\_\_\_  
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

Enclosed is a check for the following amount:

Please make check payable to: **FLORIDA DEPARTMENT OF STATE**

☒ \$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 Tampa Distribution Center Holdings 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. Delaware

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

3. Applied for

(FBI number, if applicable)

4. Upon registration

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

5. 233 S. Wacker Drive, Suite 4700

(Street Address of Principal Office)

6. 233 S. Wacker Drive, Suite 4700

(Mailing Address)

Chicago, IL 60606

Chicago, IL 60606

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 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.*

By: Corporation Service Company

(Registered agent's signature)

Lydia Cohen  
Asst. Vice President

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to manage [up to six (6) total]:

**Title or Capacity:**                      **Name and Address:**

☐ Manager                      Name: BRE 5080 Hallmark Parent LLC

☒ Member                      Address: 233 S. Wacker Dr., Suite 4700

☐ Authorized                      Chicago, IL 60606

Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

**Title or Capacity:**                      **Name and Address:**

☒ Manager                      Name: See attached

☐ Member                      Address: \_\_\_\_\_

☐ Authorized                      \_\_\_\_\_

Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: \_\_\_\_\_

☐ Member                      Address: \_\_\_\_\_

☐ Authorized                      \_\_\_\_\_

Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: \_\_\_\_\_

☐ Member                      Address: \_\_\_\_\_

☐ Authorized                      \_\_\_\_\_

Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: \_\_\_\_\_

☐ Member                      Address: \_\_\_\_\_

☐ Authorized                      \_\_\_\_\_

Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

☐ Manager                      Name: \_\_\_\_\_

☐ Member                      Address: \_\_\_\_\_

☐ Authorized                      \_\_\_\_\_


Person \_\_\_\_\_

☐ Other \_\_\_\_\_                      ☐ Other \_\_\_\_\_

**Important Notice:** Use an attachment to report more than six (6). The attachment will be imaged for reporting purposes only. Non-indexed individuals may be added to the index when filing your Florida Department of State Annual Report 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)

10. This document is executed in accordance with section 605.0203 (1) (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

Lakecia Stanford, Assistant Secretary  
\_\_\_\_\_  
Typed or printed name of signee

**FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS**

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

**ENTITY NAME: BRE TAMPA DISTRIBUTION CENTER HOLDINGS LLC**

8. For initial indexing purposes, list names, title or capacity and addresses of the primary members/managers or persons authorized to managed:

<u>Title or Capacity</u>	<u>Name and Address</u>
Senior Managing Director and Vice President	A.J. Agarwal 345 Park Avenue New York, NY 10154
Senior Managing Director and President	Kenneth A. Caplan 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Frank Cohen 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Giovanni Cutaia 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Robert Harper 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Tyler Henritze 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Kathleen McCarthy 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Nadeem Meghji 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	William J. Stein 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Wesley LePatner 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Jacob Werner 345 Park Avenue New York, NY 10154
Senior Managing Director and Vice President	Michael Lascher 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Doug Armer 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Anthony Beovich 345 Park Avenue New York, NY 10154

BRE TAMPA DISTRIBUTION CENTER HOLDINGS LLC

Managing Director and Vice President	Byron Blount 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Andrea Drasites 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Olivia Hamlet 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Patrick Kassen 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Brian Kim 345 Park Avenue New York, NY 10154
Managing Director and Vice President	David Levine 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Qahir Madhany 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Anthony F. Marone, Jr. 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Melissa Pianko 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Paul Quinlan 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Matthew Skurbe 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Karen Sprogis 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Michael Wiebolt 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Leon Volchyok 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Joshua Carson 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Eric Wu 345 Park Avenue New York, NY 10154
Managing Director and Vice President	Ryan Ingle 345 Park Avenue New York, NY 10154
Vice President	Jeff Nirenberg 345 Park Avenue New York, NY 10154
Chief Accounting Officer	Cindy Chieffo

BRE TAMPA DISTRIBUTION CENTER HOLDINGS LLC

	233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Chief Accounting Officer	Julie Firman 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Vice President – Accounting	Michael Beringer 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Vice President – Treasury	Gen Cabonargi 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Vice President – Tax	Marikay Klank 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Vice President – Tax	Luis Corona 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Assistant Secretary	Joseph Valane 50 S. 16th Street, Suite 3325 Philadelphia, PA 19102
Assistant Secretary	Leslie Robelly 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Assistant Secretary	Brittany Covell 10920 Via Frontera, Suite 220 San Diego, CA 92127
Assistant Secretary	Lakecia Stanford 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Assistant Secretary	Eric Leaner 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Authorized Signatory	Benjamin P. Harris 90 Park Ave, 32nd Floor New York, NY 10016
Authorized Signatory	Nicholas L. Pell 90 Park Ave, 32nd Floor New York, NY 10016
Authorized Signatory	John Collins 233 W. Wacker Drive, Suite 4700 Chicago, IL 60606
Authorized Signatory	Sonya A Huffman 220 Commerce Dr, Suite 400 Fort Washington, PA 19034
Authorized Signatory	Edward J. Matey Jr. 90 Park Ave, 32nd Floor New York, NY 10016



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BRE TAMPA DISTRIBUTION CENTER HOLDINGS 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 THIRD DAY OF JUNE, A.D. 2019.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "BRE TAMPA DISTRIBUTION CENTER HOLDINGS LLC" WAS FORMED ON THE THIRTY-FIRST DAY OF MAY, A.D. 2019.

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



7445282 8300

SR# 20195195989

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

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202947752

Date: 06-03-19