

M20000001429

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

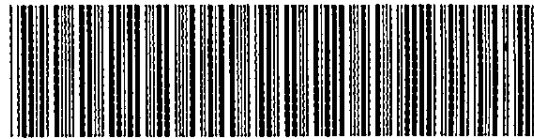
(Business Entity Name)

(Document Number)

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

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2020 JAN -5 AM 9:55

1/20

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

ACCOUNT NO. : I20000000195  
REFERENCE : 170936 4304512  
AUTHORIZATION : *[Signature]*  
COST LIMIT : \$125.00

ORDER DATE : February 5, 2020  
ORDER TIME : 1:51 PM  
ORDER NO. : 170936-020  
CUSTOMER NO: 4304512

FOREIGN FILINGS

NAME: HPA II BORROWER 2020-1 ML 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: Kadesha Roberson -- EXT# 62980

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

2020 JAN -5 AM 9:59

**COVER LETTER**

**TO: Registration Section  
Division of Corporations**

**SUBJECT:** HPA II Borrower 2020-1 ML 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:

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

HPA II Borrower 2020-1 ML LLC

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

120 S. Riverside Plaza, Suite 2000

\_\_\_\_\_  
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:

Jonathan C. Babb

877  
at ( )

234-5155

\_\_\_\_\_  
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

2020 JAN -5 AM 9:59

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. HPA II Borrower 2020-1 ML 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 3. applied for  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEL number, if applicable)

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

5. 120 S. Riverside Plaza, Suite 2000, Chicago, IL 60606  
(Street Address of Principal Office)

6. 120 S. Riverside Plaza, Suite 2000, Chicago, IL 60606  
(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, Florida 32301  
(City) (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.

By: Kadesha Roberson Kadesha Roberson  
Corporation Service Company Asst. Vice President  
(Registered agent's signature)

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

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]  
Signature of an authorized person

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.

Jonathan C. Babb, Senior Vice President, Chief Legal Officer and Secretary  
Typed or printed name of signee

2020 JAN -5 AM 9:59

Authorized Officers of HPA II Borrower 2020-1 ML LLC:

Name:	Title:	Address:
William J. Young	President	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Benjamin Hellweg	Senior Vice President, Chief Investment Officer	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Jonathan C. Babb	Senior Vice President, Chief Legal Officer and Secretary	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Joe Florczak	Senior Vice President, Operations	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Patrick M. Esper	Senior Vice President and Chief Accounting Officer	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Elizabeth Kirscher	Senior Vice President, Human Capital	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Xiaofei (Figgo) Li	Senior Vice President, Software Development	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Brian Liecthy	Senior Vice President, New Business Development	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Nicole Montecalvo	Vice President, Capital Markets and Treasury	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Sandra Bauer	Assistant Secretary	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606
Pedro Hernandez	Assistant Secretary	120 S. Riverside Plaza, Suite 2000 Chicago, IL 60606

2020 JAN -5 AM 9:59

# Delaware

The First State

Page 1


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HPA II BORROWER 2020-1 ML 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 FIFTH DAY OF FEBRUARY, A.D. 2020.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HPA II BORROWER 2020-1 ML LLC" WAS FORMED ON THE THIRTEENTH DAY OF JANUARY, A.D. 2020.

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

2020 JAN -5 AM 9:59



  
Jeffrey W. Bullock, Secretary of State

7797499 8300

SR# 20200827495

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

Authentication: 202325719

Date: 02-05-20