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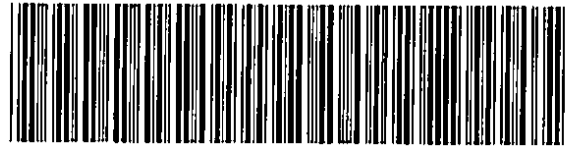
(Business Entity Name)

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2023 JUN 29 PM 3:21

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2023 JUN 29 PM 4:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ACCOUNT NO. : I20000000195

REFERENCE : 844599 8331866

AUTHORIZATION : 

COST LIMIT : \$ 125.00

ORDER DATE : June 29, 2023

ORDER TIME : 1:47 PM

ORDER NO. : 844599-010

CUSTOMER NO: 8331866

FOREIGN FILINGS

NAME: B10 QUIET WATERS OWNER B 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: Alexxis Weiland-sorenson -- EXT#

EXAMINER: _____

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: B10 Quiet Waters Owner B 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:

Alexa Rose

Name of Person

Link Logistics

Firm/Company

602 W. Office Center Drive, Suite 200

Address

Fort Washington, PA 19034

City/State and Zip Code

arose@linklogistics.com

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

For further information concerning this matter, please call:

Alexa Rose

267

620-2919

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. B10 Quiet Waters Owner B 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. (FEI number, if applicable)

4. 06/27/2023
(Date first transacted business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905, F.S. to determine penalty liability)

5. 602 W. Office Center Drive
(Street Address of Principal Office)

6. same as principal office
(Mailing Address)

Suite 200

Fort Washington PA 19034

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

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee 32301
(City) Florida (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.

Corporation Service Company
By: Alexis Winters-Janson, ACP
(Registered agent's signature)

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2023 JUN 29 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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]:

<u>Title or Capacity:</u>	<u>Name and Address:</u>	<u>Title or Capacity:</u>	<u>Name and Address:</u>
<input type="checkbox"/> Manager	Name: <u>B10 Quiet Waters Mezz LLC</u>	<input type="checkbox"/> Manager	Name: <u>See attached list</u>
<input checked="" type="checkbox"/> Member	Address: <u>602 W. Office Center Drive</u>	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	<u>Suite 200</u>	<input type="checkbox"/> Authorized	_____
Person	<u>Fort Washington, PA 19034</u>	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
 <input type="checkbox"/> Manager	 Name: _____	 <input type="checkbox"/> Manager	 Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	_____	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____
 <input type="checkbox"/> Manager	 Name: _____	 <input type="checkbox"/> Manager	 Name: _____
<input type="checkbox"/> Member	Address: _____	<input type="checkbox"/> Member	Address: _____
<input type="checkbox"/> Authorized	_____	<input type="checkbox"/> Authorized	_____
Person	_____	Person	_____
<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> Other _____	<input type="checkbox"/> 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.

/s/ Melanie Martin

 Signature of an authorized person

Melanie Martin

 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 "B10 QUIET WATERS OWNER B 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-NINTH DAY OF JUNE, A.D. 2023.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "B10 QUIET WATERS OWNER B LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2023.

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



7537816 8300

SR# 20232889978

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

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

Jeffrey W. Bullock, Secretary of State

Authentication: 203655374

Date: 06-29-23

Schedule B
Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
A.J. Agarwal	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Ron Bernstein	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Kenneth A. Caplan	Senior Managing Director and President	345 Park Avenue New York NY, 10154
Frank Cohen	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Giovanni Cutaia	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Asim Hamid	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Robert Harper	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Brian Kim	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Kathleen McCarthy	Senior Managing Director and President	345 Park Avenue New York NY, 10154
Nadeem Meghji	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
William J. Stein	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Wesley LePatner	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Michael Lascher	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
David Levine	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Paul Quinlan	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Scott Trebilco	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Jacob Werner	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Michael Wiebolt	Senior Managing Director and Vice President	345 Park Avenue New York NY, 10154
Michael Anthony	Managing Director and Vice President	345 Park Avenue New York NY, 10154

Doug Armer	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Glen Bartley	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Phil Bateman	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Anthony Beovich	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Joshua Carson	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Andrea Drasites	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Mike Forman	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Chris Graham	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Mark Hudspeth	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Ryan Ingle	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Tom Jack	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Brian Kaufman	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Paul Kolodziej	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Adam Leslie	Managing Director and Vice President	345 Park Avenue New York NY, 10154
Brian Lin	Managing Director and Vice President	345 Park Avenue New York NY, 10154

Schedule C
Limited Officers

<u>Name</u>	<u>Office</u>	<u>Address</u>
Luke Petherbridge	Chief Executive Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034

<u>Name</u>	<u>Office</u>	<u>Address</u>
Nicholas L. Pell	President and Chief Investment Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Matthew Ostrower	Chief Financial Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Sonya Huffman	Chief Administrative Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Scott Anderson	Chief Accounting Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Patrick Kassen	General Counsel and Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Franklin Clark Ardern	Chief Technology Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Maria Kappel	Chief People Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Donald Troy Moritz	Chief Information Security Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Britton T. Winterer	Chief Development Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Brandon J. Page	Executive Vice President, Head of Leasing	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Richard J. Hennessey	Senior Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
John Pharris	Senior Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034

<u>Name</u>	<u>Office</u>	<u>Address</u>
Glenn E. Wylie	Senior Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Matthew Chapman	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Clifton H. Coffey	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Rob Damrat	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Joseph W. Finnigan	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Eric Gilbert	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Joseph W. Finnigan	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Andrew C. Goodman	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Ryan Keathley	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
James Maneri	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Bryan McKrell	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Charles Ripple	Managing Director	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034

<u>Name</u>	<u>Office</u>	<u>Address</u>
Kitty Kohn	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Alexa Rose	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Nicole Grimaldi	Chief Accounting Officer	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Maria Lutzow	Vice President – Accounting	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Marikay Klank	Vice President – Tax	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Mark Wible	Vice President – Tax	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Marc Lenihan	Vice President – Treasury	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Joseph Valane	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Nicole Lulich	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Nissan Shah	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Ivy Israel	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Leslie Robelly	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034

<u>Name</u>	<u>Office</u>	<u>Address</u>
Lakecia Stanford	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Deondra Cephus	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Anna Stokes	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Danielle Sands	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Eric Leaner	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Celina Kerr	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034
Robert Occhiogrossi	Assistant Secretary	602 W. Office Center Drive, Suite 200, Fort Washington, PA 19034