



M99000000404

ACCOUNT NO. : 072100000032

REFERENCE : 169072 4336159

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 285.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 19 PM 1:29

ORDER DATE : March 15, 1999

ORDER TIME : 11:05 AM

ORDER NO. : 169072-010

CUSTOMER NO: 4336159

CUSTOMER: J. Carol Smith, Legal Asst  
Stutzman & Bromberg  
Suite 2200  
2323 Bryan Street  
Dallas, TX 75201

500002812275--7

FOREIGN FILINGS

NAME: MIAMI RPFIV AIRPORT CORPORATE  
CENTER ASSOCIATES LIMITED  
LIABILITY COMPANY

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

M99-404

Name	OK
Availability	OK
Document	OK
Exhibits	OK
Indexer	OK
Editor	OK
Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY 19 PM 1:29  
TELETYPE

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Miami RPFIV Airport Corporate Center Associates Limited Liability Company certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 45,700,000;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 45,700,000.  
(This total includes amounts from 2 and 3 above.)

**GEIRP IV HOLDING CORPORATION,**  
**holding member**

By: 

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael J. Strone, Executive Vice President

Typed or printed name of signee

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 19 PM 1:29

**Filing Fee: \$250.00 for Application and Affidavit**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Miami RPFIV Airport Corporate Center Associates Limited Liability Company

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301

City/State/Zip

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 19 PM 1:29

*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 certificate, 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 relating 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: Karen B. Rozar  
(Signature)

Karen B. Rozar, Asst. Sec.  
Corporation Service Company

**Filing Fee: \$ 35 for Designation of Registered Agent**

*Office of the Secretary of State*

---

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "MIAMI RFFIV AIRPORT CORPORATE CENTER ASSOCIATES LIMITED LIABILITY COMPANY" 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 FIFTEENTH DAY OF MARCH, A.D. 1999.



*Edward J. Freel*

---

Edward J. Freel, Secretary of State

3016683 8300

991099939

AUTHENTICATION: 9628598

DATE: 03-15-99