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C T Corporation System					
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Address Tallahassee, FL 32301 (8	350) 222-1092				
City State Zip	Phone	7000030698578			
CORPORATIO	ON(S) NAME	-12/14/9901090020 ****385.00 *****35.00			
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W.P. Verifier

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

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:

1.	FOA 5706 Benjamin Center Drive LLC							
	(Name of foreign limited liability company)							
_,	Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 52-2204958 (FEI number, if applicable)							
4.	November 19, 1999 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")							
6.	December 20, 1999 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)							
7.	c/o Alliance Commercial Holdings II, LLC, Union Tower, Suite 380, 165 South Union Blvd., Lakewood, 50, 2022 5							
8.	If limited liability company is a manager-managed company, check here ORDER ST ORDER							
9.	The usual business addresses of the managing members or managers are as follows: c/o Alliance Commercial Holdings II, LLC, Union Tower, Suite 380, 165 S. Union Blvd., Lakewood, Colorado 80228							
dк	Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a relation of the certificate under oath of the translator must be submitted.)							
11	. Nature of business or purposes to be conducted or promoted in Florida: Management and development							
	of real estate.							

Signature of a member or an authorized representative of a member. (In accordance with section 608.4086), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts states have in are true;

Typed or printed name of signee

Andrea M. Carruthers

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:

FOA 57	'06 I	Beni	amin	Center	Drive	LI	æ
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2. The name and the Florida street address of the registered agent and office are:

C T Corporation Syste	 em	SECTALL	99	
(Name)			DEC !	Ξ
c/o C T Corporation System, 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE)			t PM	
Plantation	FL 33324	TATE ORIDA	2: 57	
	City/State/Zip			

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 as provided for in Chapter 608, F.S..

C T Corporation System

\$ 100.00 Filing Fee for Application

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (optional)

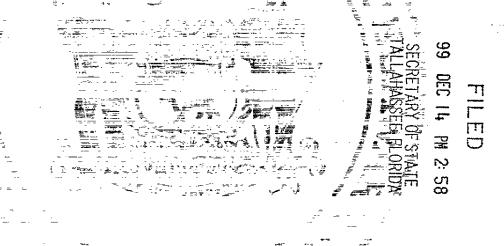
\$ 5.00 Certificate of Status (optional)

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "FOA 5706 BENJAMIN CENTER DRIVE 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 NOVEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE
NOT BEEN ASSESSED TO DATE.



Edward J. Freel, Secretary of State

AUTHENTICATION:

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11-22-99