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Qualification Documents

Filed 4-3-84

16pgs.

**CRI** INC.

**P01476**

December 16, 1983

Secretary of State  
State of Florida  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

006 5037	1/17/84	127.35	-
006 5037	1/17/84	15.00	5
006 5037	1/17/84	5.00	6
006 5037	1/17/84	5.00	3
006 5037	1/17/84	150.00	7L

Re: C.R.H.C., Incorporated

Gentlemen:

In order to have the subject corporation qualified to transact business within the State of Florida, enclosed please find the following:

1. A Certified Copy of the Articles of Incorporation as certified by the Secretary of State of the State of Delaware.
2. A completed and fully-executed Application by a Foreign Corporation to Transact Business within the State of Florida.
3. A check in the amount of \$ 150 in payment of filing of said Application and a Certificate under seal as evidence of the qualification.

Should you have any questions or need anything further, please feel free to contact me at the number below.

Very truly yours,

C.R.I., Inc.

*Audrey W. Roman*  
Audrey W. Roman  
Legal Assistant

W01963

Name	1-17-84
Availability	
Document Examiner	920/BR3/AGT 46, 73
Updater	BR
Updater	Jerry Herman, Esq.
Verifier	Mark Rosenblit
Acknowledgement	BR
W. P. Verifier	Valt

FF \$30.00  
\$97.00 overpayment

C. TAX	127
FEES	15
STAMP	3
CUS	5
	150.00

ONE CENTRAL PLAZA / 11300 ROCKVILLE PIKE / ROCKVILLE, MARYLAND 20852 / (301) 408-9200

*return  
cc + encl  
of other  
corporation*



FLORIDA DEPARTMENT OF STATE  
George Firestone  
Secretary of State

D.W. McKinnon, Director  
Division of Corporations  
904/488-9636

Mrs. Nettie Sims, Chief  
Bureau of Corporate Records  
904/488-9383

January 23, 1984

Audrey W. Roman  
CRI Inc.  
One Central Plaza, 11300 Rockville Pike  
Rockville, MD 20852

SUBJECT: C.R.H.C., INCORPORATED  
Reference: W01963

Dear Ms. Roman:

We have received your document for C.R.H.C., INCORPORATED, and check(s) totaling \$150.00. However, the document has not been filed and is being returned to you for the following:

The officers signing the back of the application as vice-president and assistant secretary must be listed on the front with their titles and complete addresses. Also please complete Part 11 in its entirety.

If you have further questions concerning the filing of your document, please call (904) 488-9005.

Sincerely,

Karen Gibson  
Document Examiner  
Foreign Section

KG:krg

**CRI** INC.

RECEIVED

MAR 26 11 20 AM '84

DEPARTMENT OF STATE  
REGISTRATION

March 21, 1984

Ms. Karen Gibson  
Florida Department of State  
Division of Corporations  
Document Examiner  
Foreign Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: C.R.H.C. Incorporated

Dear Ms. Gibson:

Pursuant to your conversation with Gina M. DeMarco, I am enclosing a complete and fully executed Application by Foreign Corporation for Authorization to Transact Business in Florida.

It is my understanding from talking with Ms. DeMarco that we have overpaid the filing fee. Please return any refund to me at the address set forth below.

If you have any questions concerning this matter or need any additional information, please do not hesitate to call me.

Your help in this matter is most appreciated.

Sincerely,

*Deborah Rosenstein*  
Deborah Rosenstein  
Legal Assistant

DR/vrr  
Enclosure

cc: Jerry H. Herman, Esquire  
Gina M. DeMarco

ONE CENTRAL PLAZA / 11300 ROCKVILLE PIKE / ROCKVILLE, MARYLAND 20852 (301) 468-9200

*Deborah* 231-0242

**CRI** INC.

RECEIVED  
MAR 29 10 21 AM '84  
FLORIDA DEPARTMENT OF STATE  
CORPORATIONS  
March 29, 1984

Ms. Karen Gibson  
Florida Department of State  
Division of Corporations  
Document Examiner  
Foreign Section  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: C.R.H.C., Incorporated

Dear Ms. Gibson:

Enclosed please find an original and certified copy of the  
Articles of Incorporation for the above named corporation.  
This should complete our application to do business in the  
state of Florida.

Please let me know if I can be of further assistance.

Sincerely,



Gina M. DeMarco  
Legal Assistant

ONE CENTRAL PLAZA / 11300 ROCKVILLE PIKE / ROCKVILLE, MARYLAND 20852 / (301) 468-9200

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

(1) C.R.H.C., INCORPORATED  
(NAME OF CORPORATION ADDING THE WORD "INCORPORATED", "COMPANY" OR  
"CORPORATION" IF NOT SO CONTAINED IN THE NAME AT PRESENT)

(2) DELAWARE  
(INCORPORATED UNDER LAWS OF)

(3) July 26, 1974 (4) Perpetual  
(DATE OF INCORPORATION) (PERIOD OF DURATION)

(5) 11300 Rockville Pike, Rockville, Maryland 20852  
(ADDRESS OF PRINCIPAL OFFICE)

(6) C T CORPORATION SYSTEM  
(NAME OF FLORIDA REGISTERED AGENT)

C/O C T CORPORATION SYSTEM  
8751 WEST BROWARD BLVD.  
(STREET ADDRESS OF REGISTERED OFFICE)

PLANTATION FLORIDA 33324  
(CITY) (ZIP CODE)

(7) To manage, own, lease, sell real property  
(NATURE OF BUSINESS TO BE TRANSACTED IN FLORIDA)

(8) NAMES OF OFFICERS SPECIFIC ADDRESS

PLEASE SEE ATTACHED LIST (P)

(S)

(T)

(V)

NAMES OF DIRECTORS SPECIFIC ADDRESS

PLEASE SEE ATTACHED LIST (D)

(D)

(D)

(D)

(9) (CURRENT MAILING ADDRESS FOR ANNUAL REPORT MAILING PURPOSES)  
11300 Rockville Pike, Rockville, Maryland 20852

(CITY) (STATE) (ZIP CODE)

FILED  
MAR 3 10 35 AM '84  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

- (10) 25,000 share of common stock, par value of \$1.00  
(TOTAL AUTHORIZED SHARES (ITEMIZED BY CLASSES); PAR VALUE OF SHARES,  
AND SHARES WITHOUT PAR VALUE)

- (11) "VALUE" MAY BE DEFINED IN ANY TERMS CONSISTENT WITH GENERALLY  
ACCEPTED ACCOUNTING PRINCIPLES.

A. ESTIMATED VALUE OF ALL PROPERTY OWNED  
BY THE CORPORATION FOR THE COMING YEAR,  
WHEREVER LOCATED

\$ 0

B. ESTIMATED GROSS AMOUNT OF BUSINESS TO  
BE TRANSACTED BY THE CORPORATION  
DURING THE COMING YEAR

\$ 0

C. ESTIMATED VALUE OF ALL PROPERTY IN  
FLORIDA OWNED BY THE CORPORATION  
FOR THE COMING YEAR

\$ 0

D. ESTIMATED GROSS AMOUNT OF BUSINESS TO  
BE TRANSACTED IN FLORIDA BY THE COR-  
PORATION DURING THE COMING YEAR

\$ 0

E. TOTAL OF "A" AND "B"

\$ 0

F. TOTAL OF "C" AND "D"

\$ 0

G. DIVIDE "F" BY "E"

0

H. MULTIPLY "G" BY TOTAL AUTHORIZED  
SHARES (AND THEIR PAR VALUE)

0

THE FLORIDA ALLOCATION FOR PURPOSES OF DETERMINING THE TAX ON  
AUTHORIZED CAPITAL STOCK WILL BE BASED ON THE TOTAL VALUE OF  
SHARES CALCULATED IN "H" ABOVE.

*Jerry H. Herman*  
PRESIDENT  
VICE PRESIDENT  
Jerry H. Herman

*Gina M. DeMarco*  
SECRETARY OR ASSISTANT SECRETARY  
Gina M. DeMarco

STATE OF MARYLAND  
COUNTY OF FREDERICK

THE FOREGOING INSTRUMENT WAS ACKNOWLEDGED BEFORE ME THIS 20th  
DAY OF March, 19 84, BY Gina M. DeMarco  
(NAME OF OFFICER)  
Assistant Secretary OF C.R.H.C., Incorporated  
(TITLE OF OFFICER) (NAME OF CORPORATION)  
A Delaware CORPORATION, ON BEHALF OF THE CORPORATION.  
(STATE OR COUNTRY)  
MY COMMISSION EXPIRES July 1, 1986.

Louisa Reese  
NOTARY PUBLIC

(SEAL)

C T CORPORATION SYSTEM HAVING BEEN DESIGNATED TO ACT AS REGISTERED  
AGENT HEREBY AGREES TO ACT IN THIS CAPACITY.

C T CORPORATION SYSTEM

Richard T. Ryan  
(NAME AND TITLE OF OFFICER)  
asst Sec

FILED  
MAR 3 10 35 AM '84  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



C.R.H.C., Inc. Officer List

<u>Name</u>	<u>Title</u>	<u>Address</u>
William B. Dockser	Director/Chairman of Board/Treasurer	11300 Rockville Pike Rockville, MD 20852
Martin C. Schwartzberg	Director/President	" "
H. William Willoughby	Director/Executive V. President/Secretary	" "
Richard L. Kadish	Senior V. President- Acquisitions	" "
William F. Goodrick	Senior V. President- Finance/Assistant Sec.	" "
Frederick J. Burchill	Senior V. President- Development	" "
Lori S. Larson	Senior V. President- Asset Management	" "
Jerry H. Herman	Senior Vice President/ General Counsel	" "
David A. Sislen	Senior V. President- Development	" "
James H. Adams	Vice President-Acqui- sitions/Asst. Sec.	" "
Sally Seiler	Vice President-Finance	" "
Kimberly A. Carroll	V.-President-Controller	" "
Nancy Trick	Vice President-Finance Assistant Secretary	" "
Roben E. Palmer	Assistant Secretary	" "
Judith Van Dyke	Assistant Secretary	" "
Bradford H. Dockser	Assistant Secretary	" "
Mary M. Busch	Assistant Secretary	" "
Gina M. DeMarco	Assistant Secretary	" "
Deborah Rosenstein	Assistant Secretary	" "

<u>Name</u>	<u>Title</u>	<u>Address</u>
Bruce S. Lane	Assistant Secretary	2300 M Street, N.W. Washington, D.C. 20037
Frank H. Pearl	Assistant Secretary	" "
Alan G. Rosenberg	Assistant Secretary	" "
Jack H. Betz	Assistant Secretary	" "
Justina Wilcox	Assistant Secretary	" "
Kenneth G. Hance	Assistant Secretary	" "
William K. Budd	Assistant Secretary	" "



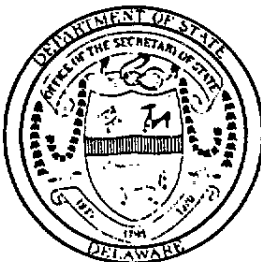
# State of DELAWARE

## Office of SECRETARY OF STATE

I, Glenn C. Kenton, Secretary of State of the State of Delaware,  
do hereby certify that the attached is a true and correct copy of  
Certificate of Incorporation  
filed in this office on July 26, 1974

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
JAN 3 10 35 AM '84

FILED



*Glenn C. Kenton*  
Glenn C. Kenton, Secretary of State

BY: M. Toon

DATE: December 19, 1983

CERTIFICATE OF INCORPORATION

OF

C.R.H.C., INCORPORATED

1. The name of the corporation is

C.R.H.C., INCORPORATED

2. The address of its registered office in the State of Delaware is No. 100 West Tenth Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is:

To acquire real property by purchase, exchange or otherwise; to own, lease, hold, develop, manage and construct improvements upon real property; to sell, dispose of, lease, convey, mortgage or otherwise encumber real property or any part thereof; to participate with corporations, partnerships, limited partnerships, joint ventures, or other entities in the acquisition of real or personal property; to do any act or acts, thing or things, incidental to or growing out of or connected with the aforesaid; and,

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is twenty five thousand (25,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Twenty Five Thousand Dollars (\$25,000.00).

5A. The name and mailing address of each incorporator is as follows:

<u>Name</u>	<u>Mailing Address</u>
B. A. Pennington	100 West Tenth Street Wilmington, Delaware 19801
W. J. Reif	100 West Tenth Street Wilmington, Delaware 19801
R. F. Andrews	100 West Tenth Street Wilmington, Delaware 19801

5B. The name and mailing address of each person, who is to serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
William B. Dockser	5454 Wisconsin Avenue, N.W. Suite 1125 Chevy Chase, Maryland 20015
Martin C. Schwartzberg	5454 Wisconsin Avenue, N.W. Suite 1125 Chevy Chase, Maryland 20015

6. The corporation is to have perpetual existence.

7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation;

To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation;

To set apart out of any funds of the corporation available for dividends, a reserve or reserves for any proper purpose and to reduce any such reserve in the manner in which it was created;

To adopt from time to time by-law provisions with respect to indemnification of directors, officers, employees, agents and other persons as it shall deem expedient and in the best interests of the corporation and to the extent permitted by law;

To determine or fix the consideration for which shares of any class of the stock of the corporation may be issued or sold, and to purchase, sell and transfer shares of stock of the corporation; and

To cause the corporation to participate with any corporation, partnership, limited partnership, joint venture, or other association of any kind, in any transaction, undertaking or arrangement which the participating corporation would have power to conduct by itself, whether or not such participation involves sharing or delegation of control with or to others.

8. Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

Whenever a compromise or arrangement is proposed between this corporation and its creditors or any class of them and/or

between this corporation and its stockholders or any class of them, any court of equitable jurisdiction within the State of Delaware may, on the application in a summary way of this corporation or of any creditor or stockholder thereof or on the application of any receiver or receivers appointed for this corporation under the provisions of Section 291 of Title 8 of the Delaware Code or on the application of trustees in dissolution or of any receiver or receivers appointed for this corporation under the provisions of Section 279 of Title 8 of the Delaware Code order a meeting of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, to be summoned in such manner as the said court directs. If a majority in number representing three-fourths in value of the creditors or class of creditors, and/or of the stockholders or class of stockholders of this corporation, as the case may be, agree to any compromise or arrangement and to any reorganization of this corporation as consequence of such compromise or arrangement, the said compromise or arrangement and the said reorganization shall, if sanctioned by the court to which the said application has been made, be binding on all the creditors or class of creditors, and/or on all the stockholders or class of stockholders, of this corporation, as the case may be, and also on this corporation.

9. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators here-  
inbefore named, for the purpose of forming a corporation pursuant  
to the General Corporation Law of the State of Delaware, do make  
this certificate, hereby declaring and certifying that this is our  
act and deed and the facts herein stated are true, and accordingly  
have hereunto set our hands this 26th day of July , 1974.

B. A. Pennington

W. J. Reif

R. F. Andrews