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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FOREIGN PROFIT/NONPROFIT CORPORATION

5002 WEST WATERS OWNER CORP

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANACT BUSINESS IN THE STATE OF FLORIDA.

1. 5002 WEST WATERS OWNER CORP
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(if name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 20, 2006 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. _____
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1395 Brickell Avenue Suite 640, Miami FL 33131
(Principal office address)

(Current mailing address)

8. Real Estate Owner Corporation
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. 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)

10. 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.

Brian Courtney
Asst. V. Pres.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

A. DIRECTORS

Chairman: Andreas Limburg

Address: Private Client Partners, Limmatquai 26, PO Box 263, CH-8024 Zurich

Vice Chairman: Pierre N. Rolin

Address: Strategic Real Estate Advisors Limited, Suite 3C, Princes House
38 Jermyn Street, London SW1Y 6DN

Director: Kevin R. Hackett

Address: Rockefeller Group Development Corp., 1221 Avenue of the Americas
29th Floor, New York, NY 10020

Director: _____

Address: _____

B. OFFICERS

President: Andreas Limburg

Address: Private Client Partners, Limmatquai 26, PO Box 263, CH-8024 Zurich

Vice President: Pierre N. Rolin

Address: Strategic Real Estate Advisors Limited, Suite 3C, Princes House
38 Jermyn Street, London SW1Y 6DN

Secretary: John L. Opar

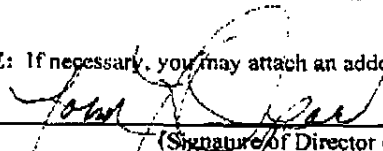
Address: Shearman & Sterling LLP, 599 Lexington Ave, New York NY 10022

Treasurer: Andreas Limburg

Address: Private Client Partners, Limmatquai 26, PO Box 263, CH-8024 Zurich

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____



SECRETARY

(Signature of Director or Officer listed in number 12 of the application)

14. _____

John L. OPAR

SECRETARY

(Typed or printed name and capacity of person signing application)

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Delaware

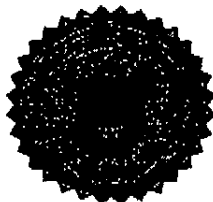
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "5002 WEST WATERS OWNER CORP" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTEENTH DAY OF MAY, A.D. 2006.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "5002 WEST WATERS OWNER CORP" WAS INCORPORATED ON THE TWENTIETH DAY OF APRIL, A.D. 2006.

FILED
06 MAY 25 PM 2:07
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4744718

DATE: 05-15-06

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