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Cook County Recorder 25.00



State of Illinois
Office of
The Secretary of State

179.12

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF BRE/CLENVIEW I INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 7TH day of DECEMBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD



George H Ryan

Secretary of State
MAIL TO

BOX 170

Form **BCA-13.15**

(Rev. Jan. 1995)

APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANACT BUSINESS IN ILLINOIS

SUBMIT IN DUPLICATE

George H. Ryan Secretary of State Department of Business Services Springfield, IL 62756 Telephone (217) 782-1834

FILED

This space for use by Secretary of State

DEC 7 1998

GEORGE H. RYAN SECRETARY OF STATE

Date 12-7-98 License Fee \$ Franchise Tax \$ 26,083.33 Filing Fee \$ 75.00 Penalties \$ Approved [Signature] 26,158.33

1. (a) CORPORATE NAME: BRE/GLENVIEW I INC. ✓

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: (By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation Delaware ✓ (b) Date of Incorporation: September 30, 1998 ✓ (c) Period of Duration: Perpetual ✓

3. (a) Address of the principal office, wherever located: 345 Park Avenue New York, New York 10154 ✓ (b) Address of principal office in Illinois: NONE (if none, so state) EXPEDITED DEC 07 1998 SECRETARY OF STATE

4. Name and address of the registered agent and registered office in Illinois. Registered Agent: C T CORPORATION SYSTEM (First Name, Middle Name, Last Name) Registered Office: c/o C T CORPORATION SYSTEM, 208 S. LaSalle Street (Number, Street, Suite #) Chicago, 60604, Cook County

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation) Delaware

6. Names and residential addresses of officers and directors: BOX 170 Table with columns: Name, No. & Street, City, State, Zip. Includes Stephen Schwarzman, Dennis McDonagh, Kenneth Whitney, Thomas Saylak, John Kukral, Steve Galiotos, George Carras.

7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware, and permitted under the Illinois Business Corporation Act of 1983.

8. Authorized and issued shares:

Table with 5 columns: Class, Series, Par Value, Number of Shares Authorized, Number of Shares Issued. Row 1: Common, .01/share, 3,000, 2,350.

9. Paid-in Capital: \$ 15,650,000.00

("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

- 10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 23,300,000.00
(b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 23,300,000.00
(c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 4,000,000.00
(d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 4,000,000.00

11. Interrogatories: (Important - this section must be completed.)

- (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 345 Park Avenue, New York 10154
(b) Number of shares of all classes owned by residents of Illinois: 0
(c) Number of shares of all classes owned by non-residents of Illinois: 2,350-
(d) Is the corporation transacting business in this state at this time? ~~No~~ Yes
(e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: October 7, 1998

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in BLACK INK)

Dated November 11 19 98 BRE/GLENVIEW I INC.

attested by [Signature] by [Signature]
(Exact Name of Corporation)
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Stavros P. Galistos, Asst. Secretary George Carras, Vice President
(Type or Print Name and Title) (Type or Print Name and Title)

BOOK 170

* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.
** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid - in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).