

Filing fee: \$20.00

**APPLICATION FOR
CERTIFICATE OF AUTHORITY
OF**

FIFTH KENDALL REALTY CORPORATION

To the Secretary of State
of the State of Rhode Island

Pursuant to the provisions of Section 7-1.1-103 of the General Laws, 1956, as amended, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

FIRST: The name of the corporation is
FIFTH KENDALL REALTY CORPORATION

SECOND: The name which it elects to use in Rhode Island is

(If the name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or an abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Rhode Island;)

THIRD: It is incorporated under the laws of Florida

FOURTH: The date of its incorporation is August 19, 1971 and the period of its duration is perpetual

FIFTH: The address of its principal office in the state or country under the laws of which it is incorporated is 7360 North Kendall Drive, Miami, Florida 33156

SIXTH: The address of its proposed registered office in Rhode Island is 111 Westminster Street, Providence, R. I. 02903 and the name of its proposed registered agent in Rhode Island at that address is C 2 CORPORATION SYSTEM

SEVENTH: The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are to operate restaurant and inn business, and to develop real property.

EIGHTH: The names and respective addresses of its directors and officers are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
James W. McLamore	Director	7360 N.Kendall Drive, Miami, Fla.
Arthur A. Rosewall	Director	7360 N.Kendall Drive, Miami, Fla.
S. M. Piotrowski	Director	7360 N.Kendall Drive, Miami, Fla.

Arthur A. Rosewall	President	7360 N.Kendall Drive, Miami, Fla.
J. T. Brown	Vice President	7360 N.Kendall Dr., Miami, Fla.
Raymond J. Ditttrich	Secretary	7360 N.Kendall Drive, Miami, Fla.
XXXXXXXXXXXX		
L. W. Paszat	Treasurer	7360 N.Kendall Drive, Miami, Fla.
Joseph T. Meyer	Asst. Secy.	7360 N. Kendall Drive, Miami, Fla.

NINTH: The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
10,000	Common	--	\$1.00

TENTH: The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

<u>Number of Shares</u>	<u>Class</u>	<u>Series</u>	<u>Par Value per Share or Statement that Shares are without Par Value</u>
10,000	Common	--	\$1.00

ELEVENTH: The amount of its stated capital as defined by §7-1.1-2 of the General Laws, 1956, as amended, is \$ 10,000.00

TWELFTH: An estimate of the value of all property to be owned by it for the following year, wherever located, is \$ 6, 550, 000. 00.

THIRTEENTH: An estimate of the value of its property to be located within Rhode Island during such year is \$227, 000. 00.

FOURTEENTH: An estimate of the gross amount of business to be transacted by it during such year is \$ 784, 700. 00.


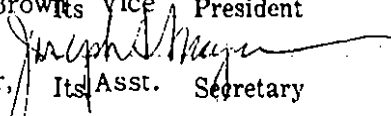
FIFTEENTH: An estimate of the gross amount of business to be transacted by it at or from places of business in Rhode Island during such year is \$ 30, 418. 00.

SIXTEENTH: This Application is accompanied by a copy of its articles of incorporation and all amendments thereto, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated November 12th, 1971

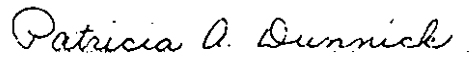
FIFTH KENDALL REALTY CORPORATION

[Exact Corporate Name of Corporation Making Application]

By 
J. Thomas Brown, Its Vice President
and 
Joseph T. Meyer, Its Asst. Secretary

STATE OF FLORIDA }
COUNTY OF DADE } Sc.

At Miami, Florida in said County on the 12th day
of November 1971, before me personally appeared J. Thomas
Brown, who being by me first duly sworn, declared that
he is the Vice President of FIFTH KENDALL REALTY CORPORATION,
that he signed the foregoing document as such Vice President of the
corporation, and that the statements therein contained are true.


Notary Public

(NOTARIAL SEAL)

Patricia A. Dunnick

My Commission expires: 3/9/73

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ADDITIONAL
Officers of Fifth Kendall Realty Corporation

Chairman of the Board	James W. McLamore
President	Arthur A. Rosewall
Vice President	S. M. Piotrowski John G. Hollingsworth Kenneth L. Horstmyer J. Thomas Brown William J. Bradford Ramon L. Steck Robert C. Poole
Vice President and Treasurer	L. W. Paszat
General Counsel and Secretary	Raymond J. Dittrich
Assistant Secretary	Gerald W. Brower John H. Eberly, Jr. Hayes T. O'Brien Homer R. Spence Joseph T. Meyer Michael Boyd Vincent O'Reilly Thomas H. Wakefield
Assistant Treasurer	Thomas F. Crummey C. Michael Powell Thomas E. Murphy

The address of all of the above Officers is:
7360 North Kendall Drive, Miami, Florida 33156

NY 26-71 State 229 Case # 65,0

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Per