

Commonwealth of Kentucky
Alison Lundergan Grimes, Secretary of State

FLAC
0854479.16
Alison Lundergan Grimes
Secretary of State
Received and Filed
4/5/2013 12:00:00 AM
Fee receipt: \$90.00

Alison Lundergan Grimes
Secretary of State
P. O. Box 718
Frankfort, KY 40602-0718
(502) 564-3490
<http://www.sos.ky.gov>

**Certificate of Authority
Foreign Business Entity**

FBE

Pursuant to the provisions of KRS Chapter 14A and KRS Chapters 362.2 the undersigned hereby applies for authority to transact business in Kentucky on behalf of the entity named below and, for that purpose, submits the following statements:

1. The entity is a limited partnership.
2. The name of the entity is **DF Distressed Equity Property Fund I, L.P.**
3. The state or country under whose law the entity is organized is **Delaware**.
4. The date of organization is **06/28/2012**.
5. The mailing address of the entity's principal office is **1473 South 4th Street, Louisville, KY 40208**.
6. The street address of the entity's registered office in Kentucky is **400 W. Market Street, 32nd Floor, Louisville, KY 40202** and the name of the registered agent in that office is **FBT LLC**.
7. The names and business addresses of the entity's representatives:
DF GP, LLC 1473 South 4th Street, Louisville, Kentucky 40208
8. I certify that, as of the date of filing of this application, the above-named entity validly exists under the laws of the jurisdiction of its formation.
9. This application will be effective on filing.

I, **FBT LLC**, consent to serve as the Registered Agent on behalf of the business entity.

Signature of Registered Agent or individual signing on behalf of the company serving as Registered Agent:

Paula L. Peters