

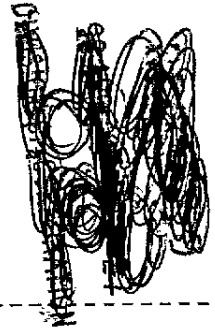


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FILED AT STATIONS
SECRETARY OF CORPORATIONS
98 JUN 10 PM 2:14

ACCOUNT NO. : 072100000032
REFERENCE : 788920 4363870
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : April 21, 1998
ORDER TIME : 9:57 AM
ORDER NO. : 788920-010
CUSTOMER NO: 4363870
CUSTOMER: Mr. Joe Visaya
Burke Warren Mackay &
22nd Floor, Ibm Plaza
330 North Wabash Avenue
Chicago, IL 60611-3607



FOREIGN FILINGS

NAME: HUDSON LIMITED PARTNERSHIP

100002497361--1
-04/23/98--01014--016
*****52.50 *****52.50

100002497361--1
-04/23/98--01014--017
*****52.50 *****52.50

XXXX QUALIFICATION (TYPE: LP)

100002497361--1
-04/23/98--01014--018
*****35.00 *****35.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

Handwritten initials and date: nyl, 5/10/98

RECEIVED
98 APR 22 PM 1:09
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 23, 1998

CASSANDRA BRYANT
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: HUDSON LIMITED PARTNERSHIP
Ref. Number: W98000009099

RESUBMIT
Please give original
submission date as file date.

FILED STATE
SECRETARY OF CORPORATIONS
98 JUN 10 PM 2:14

We have received your document for HUDSON LIMITED PARTNERSHIP and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As discussed, the SECOND PAGE of the Application form has not been included. The page includes the partnership's mailing address and the signature of the General Partner.

I am attaching a form for the SECOND PAGE, so you can see what it looks like.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 198A00022004

RECEIVED
98 JUN 10 PM 1:53
DIVISION OF CORPORATION

Florida Department of State, Sandra B. Mortham, Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 PM 2:14

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Hudson Limited Partnership
(Name of limited partnership as it is in the home state)

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.") 7

3. Illinois 4. 10-31-97
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

By: *Nia Baughen* asst sec
(Agent must sign on this line)

8. 1201 Hays Street, Tallahassee Florida 32301
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Arless C. Hudson</u>	<u>521 Castleview Court Barrington, IL 60010</u>
<u>Douglas F. Hudson, Sr.</u>	<u>521 Castleview Court Barrington, IL 60010</u>
_____	_____
_____	_____

10. 1260 Karl Court, Wauconda, IL 60084
(Office where Names, Addresses and contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 1260 Karl Court

Wauconda, IL 60084

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of 2nd April 19 98

Douglas F. Hudson SR.
General Partner

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DIVISION OF CORPORATIONS
98 JUN 10 PM 2:14

STATE OF ILLINOIS

COUNTY OF COOK

On this 2ND day of APRIL, 19 98

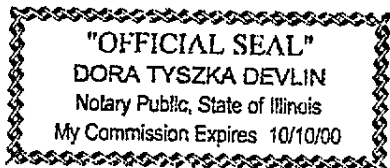
personally appeared before me,

who is personally known to me

whose identity I proved on the bases of _____

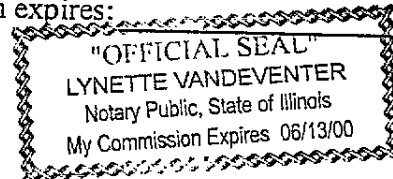
Lynette Vandeventer
(Notary Public Signature)

[Signature]
(Notary Public Signature)



Seal

My Commission expires:



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally Douglas F. Hudson, Sr.
Hudson Limited
a general partner of Partnership, a (an) Illinois Limited partnership
hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 0.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 2nd day of April, 19 98.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 10 PM 2:14

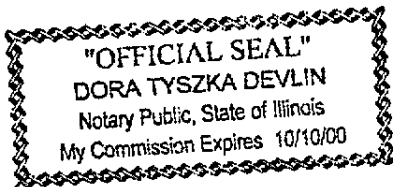
Douglas F. Hudson Sr.
General Partner

STATE OF ILLINOIS
COUNTY OF COOK

On this 2nd day of APRIL, 19 98, DOUGLAS F. HUDSON, SR.

personally appeared before me, who is personally known to me

whose identity I proved on the bases of _____



Lynette Vandeventer
(Notary Public Signature)
[Signature]
(Notary Public Signature)

Seal

My Commission Expires

