



# F02000002353

ACCOUNT NO. : 072100000032

REFERENCE : 574880 7125725

AUTHORIZATION :

*Patricia Pignatelli*

COST LIMIT : \$ 70.00

FILED  
02 MAY 13 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : May 10, 2002

ORDER TIME : 9:46 AM

~~PLEASE FILE FIRST~~

ORDER NO. : 574880-020

CUSTOMER NO: 7125725

CUSTOMER: Pamula Lillie, Paralegal  
Schottenstein Stores  
1800 Moler Road

700005505817-9

Columbus, OH 43207

FOREIGN FILINGS

NAME: SCHOTTENSTEIN PROFESSIONAL  
ASSET MANAGEMENT CORPORATION

XXXX QUALIFICATION (TYPE: CO) :

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

BK

RECEIVED  
02 MAY 13 AM 10:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: \_\_\_\_\_

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT  
BUSINESS IN FLORIDA

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

1. Schottenstein Professional Asset Management Corporation  
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. \_\_\_\_\_  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. July 17, 1985 5. Perpetual  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification  
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")  
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 1800 Moler Road, Columbus OH 43207  
(Principal office address)

\_\_\_\_\_  
(Current mailing address)

8. General partner of a limited partnership, and such business that may be carried  
(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 or Mail Drop 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.*

Corporation Service Company

Monique Weaver, Asst. Secretary  
(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:

A. DIRECTORS

Chairman: See attached officers/directors rider

Address: \_\_\_\_\_

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: \_\_\_\_\_

Address: \_\_\_\_\_

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

Address: \_\_\_\_\_

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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

13. \_\_\_\_\_

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. \_\_\_\_\_

Benton E. Kraner, Senior Vice President.

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

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**RIDER**

**SCHOTTENSTEIN PROFESSIONAL  
ASSET MANAGEMENT CORPORATION**

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TALLAHASSEE FLORIDA

**Officers: \***

<u>Name</u>	<u>Title</u>	<u>Start Date</u>
Jay L. Schottenstein	President	3/29/2002
Thomas R. Ketteler	Sr. Vice President – Finance & Treasurer	3/29/2002
Jeffry D. Swanson	Sr. Vice President	3/29/2002
Irwin A. Bain	Sr. Vice President, Secretary and General Counsel	3/29/2002
Benton E. Kraner	Sr. Vice President	3/29/2002
Ed Arndt	Vice President – Real Estate	3/29/2002
Tod H. Friedman Esq.	Vice President, Assistant Secretary & Assistant General Counsel	3/29/2002
Gerald Greenfield, Esq.	Vice President, Assistant Secretary & Assistant General Counsel	3/29/2002
James Schaye, Jr.	Vice President	3/29/2002
Dathard V. Steele	Vice President & Assistant Secretary	3/29/2002

**Directors: \***

<u>Name</u>	<u>Committee</u>
Jay L. Schottenstein	Chairman
Thomas R. Ketteler	Director
Irwin A. Bain	Director

\* All officers and directors are located at  
1800 Moler Road, Columbus, OH 43207

# Delaware

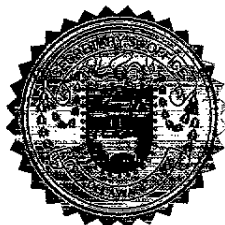
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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SCHOTTENSTEIN PROFESSIONAL ASSET MANAGEMENT CORPORATION" 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 TENTH DAY OF MAY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2066736 8300

AUTHENTICATION: 1770898

020299921

DATE: 05-10-02

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02 MAY 13 PM 12:39  
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TALLAHASSEE, FLORIDA