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1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222-0000
904 222-1399

800-342-8086



ACCOUNT NO. : 072100000032
REFERENCE : 031100 4324699
AUTHORIZATION :
COST LIMIT : \$ FFD

ORDER DATE : February 2, 1996
ORDER TIME : 11:42 AM
ORDER NO. : 031100
CUSTOMER NO: 4324699

500001705765
-02/05/96--01087--018
*****61.25 *****61.25

CUSTOMER: Ms. Ann M. Schneider
Rosenberg & Liebenritt, P.c.
Suite 1515
Two North Riverside Plaza
Chicago, IL 60606

500001706765
-02/05/96--01087--019
*****70.00 *****70.00

RECEIVED
96 FEB -5 PM 2:37
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: EQR-LINCOLN VILLAGE II VISTAS,
INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Sebrena Randolph

FILED
96 FEB -5 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. EQR-Lincoln Village II Vistas, Inc.
(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. Illinois 3. 36-3907904
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 21, 1993 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 617.155, F.S.)

7. c/o Ann M. Schneider, 2 N. Riverside Plaza, Suite 1515
Chicago, IL 60606
(Current mailing address)

8. Nominee titleholder of real property
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. **Name and street address of Florida registered agent:**
The Prentice-Hall Corporation
Name: System, Inc.

Office Address: 110 North Magnolia Street
Tallahassee, Florida, 32301
(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.

By:
(Registered agent's signature)
The Prentice-Hall Corporation System, Inc.

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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96 FEB - 5
3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and addresses of officers and/or directors:

A. **DIRECTORS** SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. **OFFICERS** SEE ATTACHED LIST

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

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. Ann M. Schneider, Secretary

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

Directors and Officers
RQR-Lincoln Village II Vistas, Inc.

DIRECTORS:

Donald J. Liebentritt Director
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

James M. Phipps Director
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Stanley Stevens Director
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

OFFICERS:

Donald J. Liebentritt President
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Arthur A. Greenberg Vice President
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

James M. Phipps Vice President
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Ann M. Schneider Secretary
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Marlene C. Kosfeld Assistant Secretary
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Arthur A. Greenberg Treasurer
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

File Number 5727-387-9



To all to whom these Presents Shall Come, Greeting:

*I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that*

EQR-LINCOLN VILLAGE II VISTAS, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE APRIL 21, 1993, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS*****

In Testimony Whereof,

my hand and cause to be affixed the Great Seal of the State of Illinois this

day of FEBRUARY *A.D., 19* 96



George H Ryan
SECRETARY OF STATE

FILED
96 FEB -5 9PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA