

596000006883

CSC
THE UNITED STATES
CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 202907 4808527

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 27, 1996

ORDER TIME : 9:47 AM

ORDER NO. : 202907-005

CUSTOMER NO: 4808527

CUSTOMER: Mr. Mark D. Curtis
Mcbride Baker & Coles
Northwestern Atrium Center
500 W. Madison Street, 40th Fl
Chicago, IL 60661

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-01/07/97--01139--001
****122.50 ****122.50

600002039526--9
-12/27/96--01069--017
****122.50 ****122.50

1596-27119

FOREIGN FILINGS

NAME: THE PRINCE OF WALES'S
FOUNDATION FOR ARCHITECTURE

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

FILED
96 DEC 30 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 DEC 27 AM 10:50
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 27, 1996

CSC

SUBJECT: THE PRINCE OF WALE'S FOUNDATION FOR ARCHITECTURE, INC.

Ref. Number: W96000027119

We have received your document for THE PRINCE OF WALE'S FOUNDATION FOR ARCHITECTURE, INC. and your check(s) totaling \$122.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4) or 617.1502(4), F.S., this office is required to collect a penalty of \$1000 for each year this corporation transacted business in Florida prior to qualification and the appropriate annual report fees that would have been due had the corporation qualified the year it began operation in this state.

However, the \$1000 per year penalty fee is waived, pursuant to laws of Florida 96-212, for any corporation that applies for a certificate of authority between July 1, 1996 and December 31, 1996.

The total amount due this office through December 31, 1996 to cover the back annual report(s) is \$400.00.

If you have any questions concerning the filing of your document, please call (904) 487-6094.

Doug Dickinson
Document Specialist

Letter Number: 396A00057564

SECRETARY'S CERTIFICATE

The undersigned, being the duly elected and qualified Secretary of The Prince of Wales's Foundation for Architecture, an Illinois not-for-profit corporation ("Corporation"), and as such officer, having access to the minute book and corporate records of the Corporation, hereby certifies that the following resolutions were adopted by the Board of Directors of the Corporation on December __, 1996 and said resolutions have not since been amended and remain in full force and effect as of this date:

RESOLVED, that the Corporation adopt "The Prince of Wales's Foundation for Architecture, Inc." as a fictitious name for use in transacting business in the State of Florida and the District of Columbia, and the officers are authorized and directed to sign and deliver any documents and take any action necessary to carry out the intent of this resolution.

IN WITNESS WHEREOF, I have executed this Certificate as of this 21st day of December, 1996.

Carrie White
Secretary

FILED
96 DEC 30 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:**

1. The Prince of Wales's Foundation for Architecture, Inc.
(Name of corporation: must include the word "INCORPORATED" or "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. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Illinois
(State or country under the law of which it is incorporated)
3. 36-3820023
(FEI number, if applicable)
4. June 24, 1991
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 1, 1994
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 617.155, F.S.)
7. 9301 North A1A, Ste. 1
Vero Beach, FL 32963
(Current mailing address)
8. See Attachment
(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:

CT Corporation System
(Name)
1200 S. Pine Island Rd.
(Office address)
Plantation, Florida 33324
(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.


(Registered agent's signature)
Jeffrey H. Terry, Assistant Secretary

FILED
96 DEC 30 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable) See Attachment

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

See Attachment

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)

Geoffrey J.W. Kent, President

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

' ATTACHMENT'

**APPLICATION BY FOREIGN NOT FOR PROFIT
CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA
THE PRINCE OF WALES'S FOUNDATION FOR ARCHITECTURE**

8. Purposes of corporation authorized in home state or country to be carried out in the state of Florida:

To promote architectural education within the United States and throughout the world. To improve the quality of life and the environment through training, teaching and the fostering of a better understanding of architectural and related environmental studies. The Corporation is organized and will operate exclusively for charitable, educational and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code (the "Code").

12. Names and addresses of its officers and directors (street addresses only):

<u>Name</u>	<u>Office</u>	<u>Address</u>
Geoffrey J. W. Kent	President & Director	Bahati, Masai Lane Langata, Kenya
Michael D. Abrahams	Treasurer & Director	Newfield Mickley Ripon North Yorkshire United Kingdom
Caroline Wheeler	Secretary	9301 North A1A, Ste. 1 Vero Beach FL 32963
Colin Amery	Director	15 York Upper Montague St. London W1 United Kingdom
Rodney M. Cook	Director	3855 Randall Mill Rd. Atlanta GA 30305
Robert Higdon	Director	1280 21st St., N.W., Ste. 606 Washington D.C. 20036
Richard Hodges	Director	14-15 Gloucester Gate Regent's Park London NW1 United Kingdom

File Number 5644-028-3



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

THE PRINCE OF WALES'S FOUNDATION FOR ARCHITECTURE, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JUNE 24, 1991, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE GENERAL NOT FOR PROFIT CORPORATION ACT OF THIS STATE, AND AS OF THIS DATE, IS A DOMESTIC CORPORATION IN GOOD STANDING IN THE STATE OF ILLINOIS*****



In Testimony Whereof, *I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois this* 23RD *day of* DECEMBER *A.D., 19* 96

George H. Ryan

SECRETARY OF STATE