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CORPORATION(S) NAME

SLC Pinecrest, Inc.

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# 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. SLC Pinecrest, 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. Delaware  
(State or country under the law of which it is incorporated)

3. Applied For  
(FEI number, if applicable)

4. February 27, 1998  
(Date of incorporation)

5. Perpetual  
(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 817.156, F.S.))

7. 5327 North Sheridan Road, Suite 100, Chicago, Illinois 60640  
(Current mailing address)

8. See Exhibit A attached hereto.  
(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:

Name: C T Corporation System  
Office Address: c/o C T Corporation System, 1200 South Pine Island Road  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.*

C T Corporation System

Anne E Diamond  
(Registered agent's signature) (Officer)

Anne E Diamond, Asst Secy  
(Type Name and Title of Officer)

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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:

A. DIRECTORS

Chairman: See attached list of directors

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

Vice Chairman: See attached list of directors

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

Director: see attached list of directors

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

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

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

B. OFFICERS

President: see attached list of officers

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

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

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

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


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

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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. Jerrold H. Frumm, Vice President  
\_\_\_\_\_  
(Typed or printed name and capacity of person signing application)

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EXHIBIT A

Application by Foreign Corporation  
for Authorization to Transact  
Business in Florida

SLC Pinecrest, Inc.

List of Directors and Officers:

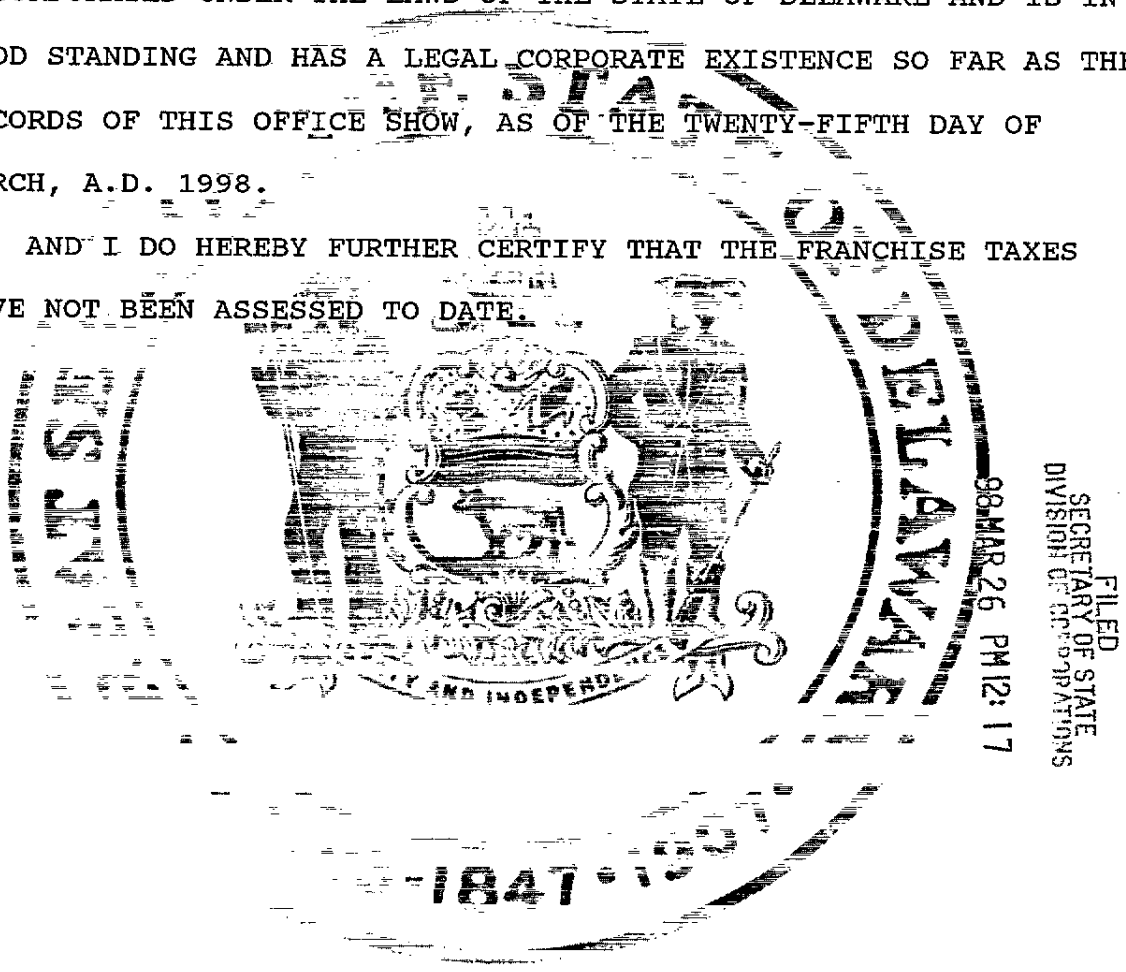
<u>Name</u>	<u>Title</u>	<u>Address</u>
Stuart M. Rothenberg	Director	85 Broad Street New York, NY 10004
Daniel M. Neidich	President	85 Broad Street New York, NY 10004
David T. Hamamoto	Vice President and Assistant Secretary	85 Broad Street New York, NY 10004
Michael K. Klingher	Vice President	85 Broad Street New York, NY 10004
Ralph K. Rosenberg	Vice President and Assistant Secretary	85 Broad Street New York, NY 10004
Kevin D. Naughton	Vice President, Secretary and Treasurer	85 Broad Street New York, NY 10004
Stuart M. Rothenberg	Vice President	85 Broad Street New York, NY 10004
David M. Weil	Vice President	85 Broad Street New York, NY 10004
Edward M. Siskind	Vice President and Assistant Secretary	85 Broad Street New York, NY 10004
Elizabeth A. O'Brien	Vice President and Assistant Secretary	85 Broad Street New York, NY 10004
Todd A. Williams	Vice President, Assistant Secretary and Treasurer	85 Broad Street New York, NY 10004
Jerrold H. Frumm	Vice President	5327 N. Sheridan Road Suite 100 Chicago, IL 60640

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SLC PINECREST, INC." 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 TWENTY-FIFTH DAY OF MARCH, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



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*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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