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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

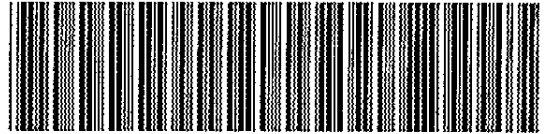
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March 21, 2003

Via Federal Express

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Re: Altorfer Florida, LLC

Ladies and Gentlemen:

With respect to the captioned entity, I enclose the following:

- ▶ Application By Foreign Limited Liability Company For Authorization To Transact Business in Florida with accompanying Certificate of Designation of Registered Agent/Registered Office, in duplicate;
- ▶ Certificate of Good Standing as issued by the Office of the Secretary of State of the State of Illinois on March 20, 2003;
- ▶ Check #125253 in the amount of \$125.00 representing the fee for your office to file the above documents; and
- ▶ return Federal Express envelope.

Please process the above applications at your earliest opportunity and return the file-stamped duplicate Application to my office in the enclosed Federal Express envelope. Do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,

WESTERVELT, JOHNSON, NICOLL & KELLER, LLC

By: Charles Couri / cc
Charles Couri

CC/jkb
Enclosures
{000540/40614}

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**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Altorfer Florida, LLC
(Name of foreign limited liability company)
2. Illinois 3. 32-0046706
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. November 22, 2002 5. cease to exist on 10/31/2102
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. April 15, 2003
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 603 N. Main Street, East Peoria, Illinois 61611
(Street address of principal office)

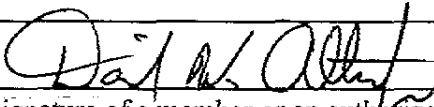
8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

Daniel J. Altorfer	603 N. Main Street, East Peoria, Illinois 61611
Robert C. Altorfer	603 N. Main Street, East Peoria, Illinois 61611
David W. Altorfer	603 N. Main Street, East Peoria, Illinois 61611

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: real estate leasing


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David W. Altorfer, Manager

Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Altorfer Florida, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

(City/State/Zip)

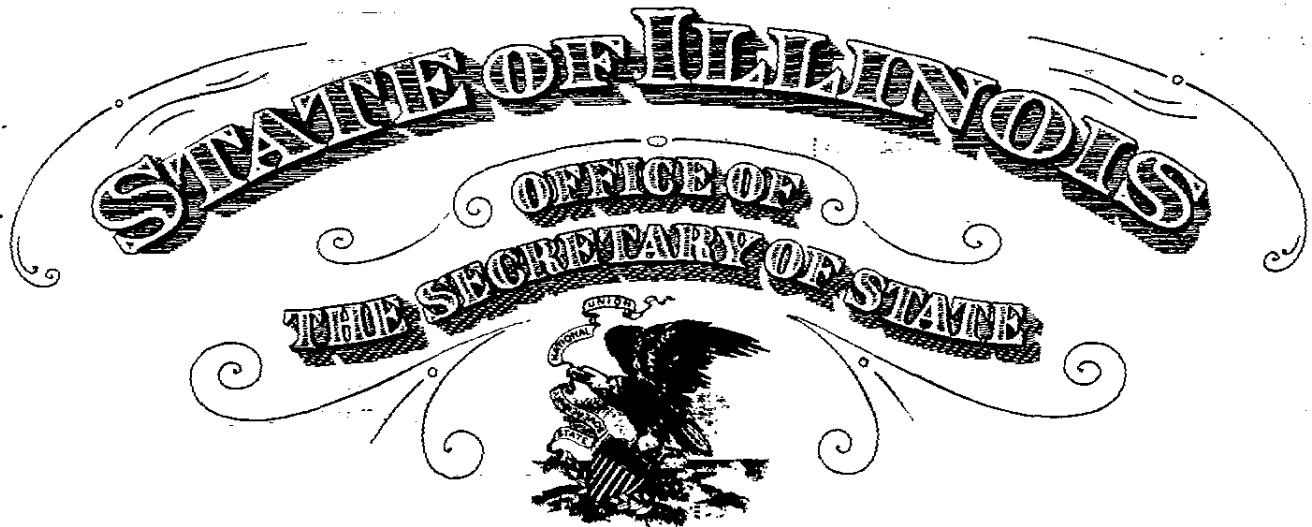
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Laura D. Mudra

(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

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To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois do hereby certify that

ALTORFER FLORIDA, LLC,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON NOVEMBER 22, 2002,
APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED
LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING
OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT
BUSINESS IN THE STATE OF ILLINOIS.

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*In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this* 20TH
day of MARCH A.D. 2003

Jesse White

SECRETARY OF STATE