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FLORIDA DIVISION OF CORPORATIONS

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CONTACT: JOEL T. STRAWN OR AUDY R. JOHNSTON
PHONE: (561) 278-9400
(561) 278-9462

FAX #:

NAME: WINDOLPH REALTY CO., INC., A NEW YORK CORPOR

AUDIT NUMBER.....H97000018921

DOC TYPE.....FOREIGN PROFIT QUALIFICATION

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November 13, 1997

STRAWN & MONAGHAN, P.A.

SUBJECT: WINDOLPH REALTY CO., INC.
REF: W97000025695

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A brief description of the entity's nature of business must be

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November 13, 1997

STRAWN & MONAGHAN, P.A.

SUBJECT: WINDOLPH REALTY CO., INC.
REF: W97000025695

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. WINDOLPH REALTY CO., INC., A NEW YORK 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. State of New York

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 12/17/1923

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. November 10, 1997

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.133, F.S.))

7. 57 White Oak Circle, St. Charles, IL 60174

(Current mailing address)

**8. To deal generally in real estate (hold, own, develop, improve, sell, convey, exchange,
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of mortgage, lease and otherwise
Florida) deal in and trade in and dispose of real estate and any interest or rights therein**

**9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT
acceptable)**

Name: Joel T. Strawn, Esquire

Office Address: 54 N. E. 4th Avenue

Delray Beach, Florida, 33483
(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)

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.

Joel T. Strawn, Esquire

Strawn Monaghan & Cohen, P.A.

54 N. E. Fourth Avenue, Delray Beach, FL 33483

561-278-9400

095581 (Fla. Bar No.)

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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)

Chairman: Howard W. BroekAddress: 57 White Oak Circle, St. Charles, IL 60174

Vice Chairman: _____

Address: _____

Director: Gillian Gentile, DirectorAddress: Same as aboveDirector: Catherine Stempel, Director

Address: _____

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

President: Howard W. BroekAddress: 57 White Oak Circle, St. Charles, IL 60174Vice President: Gillian Gentile / Catherine Stempel, Vice-PresidentAddress: same as aboveSame as aboveSecretary: Jennifer SchnellAddress: Same as aboveTreasurer: Jennifer SchnellAddress: Same as above

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

13. Howard W. Broek President/Director
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)14. Howard W. Broek President/Director
(Typed or printed name and capacity of person signing application)

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State of New York
Department of State } ss:

I hereby certify, that the certificate of incorporation of WINDOLPH REALTY CO., INC. was filed on 12/17/1923, fixing the duration as perpetual, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation. I further certify the following:

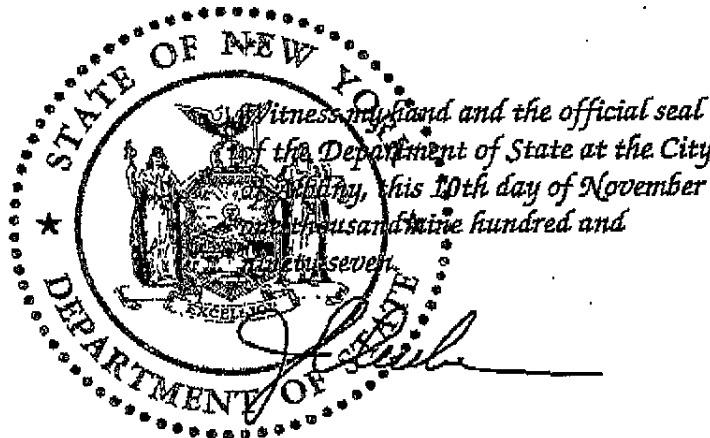
A Certificate of Amendment was filed on 01/18/1935.

A Certificate of Amendment was filed on 02/06/1956.

A Certificate of Amendment was filed on 03/26/1975.

The Corporation Biennial Statement is past due.

I further certify, that no other certificates have been filed by such corporation.



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Special Deputy Secretary of State

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