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FOREIGN LIMITED PARTNERSHIP

ALLIANCE PP2 FX2 LIMITED PARTNERSHIP

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TALLAHASSEE, FLORIDA

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M. HODGES

APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. Alliance PP2 FX2 Limited Partnership
(Name of limited partnership as it is in the home state)

2. Alliance PP2 FX2 Limited Partnership
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware (State of Formation) 4. 12/2/05 (Date of Formation)

5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation (City), Florida 33324 (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

C T Corporation System

By: _____ James M. Halpin
(Agent must sign on this line) Assistant Secretary

8. 1209 Orange Street, Wilmington, Delaware 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

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9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
Alliance PP2 FX2 GP, L.L.C.	135 Revere Drive, Northbrook, Illinois 60062

10. 135 Revere Drive, Northbrook, Illinois 60062
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 135 Revere Drive, Northbrook, Illinois 60062

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 27th day of December, 2005.

General Partner

STATE OF ILLINOIS

COUNTY OF COOK

On this 27th day of December, 2005.

Andrew W. Schor, President of the General Partner, personally appeared before me,

[X] who is personally known to me

[ ] whose identity I proved on the basis of

(Notary Public Signature)

Tracy A. Gaylor
(Notary's Printed Name)

OFFICIAL SEAL
TRACY A GAYLOR
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES: 06-27-07

Seal My Commission Expires: 6/27/07

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Alliance FP2 FX2 GP, L.L.C.,

a general partner of Alliance FP2 FX2 Limited Partnership, a (an) Delaware

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is $ 14,500,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is $ 1,200,000.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 27th day of December, 2005.

General Partner

STATE OF ILLINOIS

COUNTY OF COOK

On this 27th day of December, 2005,

Andrew W. Schor, President of the General Partner, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Tracy A. Gaylor
(Notary Public Signature)

Tracy A. Gaylor
(Notary's Printed Name)

OFFICIAL SEAL
TRACY A GAYLOR
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES: 06-27-07

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