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Document Number On

C T CORPORATION SYSTEM

Requestor's Name
660 East Jefferson Street

Address
Tallahassee, Florida 32301

City State Zip Phone
904-222-1092

CORPORATION(S) NAME

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DIVISION OF CORPORATIONS
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142nd Street Associates Limited Partnership

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5/19
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS
SECRETARY OF STATE
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THANK YOU !
CONNIE BRYAN
5/19/99

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

1. 142nd Street Associates Limited Partnership (Name of limited partnership as it is in the home state)

2. (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. Illinois (State of Formation) 4. 5/14/99 (Date of Formation)

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

6. c/o C T Corporation System, 1200 South Pine Island Road (Street Address of Registered Office)

Plantation, Florida 33324 (City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process: C T Corporation System CONNIE BRYAN SPECIAL ASSISTANT SECRETARY (Agent must sign on this line)

8. 142nd Street Corp. One IBM Plaza, Suite 2630 Chicago, IL 60611 (Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS 142nd Street Corp. One IBM Plaza, Suite 2630, Chicago, IL 60611 F99000002579

10. One IBM Plaza, Suite 2630, Chicago, IL 60611 (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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

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12 One IBM Plaza, Suite 2630, Chicago, IL 60611

(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.

This 17 day of May, 19 99

[Handwritten Signature]

142nd Street Corp. - G.P. Barry Sidel, Vice President

STATE OF Illinois

COUNTY OF Cook

On this 17 day of May, 19 99

Barry Sidel

personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

[Handwritten Signature]
(Notary Public Signature)

Laura Hutchinson
(Notary's Printed Name)



Seal

My Commission Expires:

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Barry Sidel-Vice President of 142nd Street Corp a general partner of 142nd Street Associates L.P., a(an) Illinois limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

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

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.

This 17th day of May, 19 99



General Partner
142nd Street Corp. - G.P.
Barry Sidel- Vice President

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STATE OF Illinois

COUNTY OF Cook

On this 17 day of May, 19 99

Barry Sidel, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____


(Notary Public Signature)

Laura Hutchinson
(Notary's Printed Name)



Seal My Commission Expires