



THE UNITED STATES
CORPORATION
COMPANY

B99000000 437

ACCOUNT NO. : 072100000032

REFERENCE : 507878 . . . 4802844

AUTHORIZATION : Patricia Tzuts

COST LIMIT : ~~\$ 1321.00~~

ORDER DATE : December 8, 1999

ORDER TIME : 11:10 AM

ORDER NO. : 507873-005

CUSTOMER NO: 4802844

500003065565--3

CUSTOMER: Karen Mcelligatt, Legal Asst
Neal Gerber & Eisenberg
Two North Lasalle Street
Suite # 2200
Chicago, IL 60602

FOREIGN FILINGS

NAME: NORTHFIELD 92 LIMITED
PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

99DEC-9 AM10:50

RECEIVED
FLA. SECRETARY OF STATE
DIVISION OF CORPORATIONS

99DEC-9 PM12:59

RECEIVED
FLA. SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B/K
12/9/99

Florida Department of State, Sandra B. Mortham, Secretary of State

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

FILED
STATE
CORPORATIONS
DIVISION
99 DEC -9 AM 10:50

1. Northfield 92 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. Delaware 4. December 3, 1999
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hayes Street, Suite 105
(Street Address of Registered Office)
- Tallahassee, Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:

by: Margaret Pike, Asst. Secretary
(Agent must sign on this line)
8. 1013 Centre Road, Wilmington, DE 19805-1297

(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Lansbrook Development Corporation 4605 Village Center Dr.

384080 Palm Harbor, FL 34685
10. 4605 Village Center Drive, Palm Harbor, FL 34685
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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, 200 West Madison Street, 38th Floor, Chicago, IL 60606

(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 20th day of November, 19 99

LANSBROOK DEVELOPMENT CORPORATION

By: [Signature]

Its: VP

General Partner

STATE OF Illinois

COUNTY OF Cook

On this 20th day of November, 19 99

GLEN MILLER

personally appeared before me,

☒ who is personally known to me

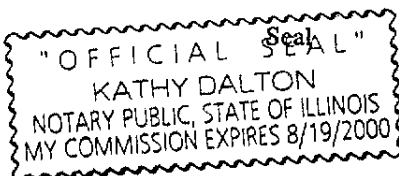
☐ whose identity I proved on the basis of _____

[Signature]

(Notary Public Signature)

KATHY DALTON

(Notary's Printed Name)



My Commission Expires: 8/19/2000

FILED
STATE
DIVISION OF CORPORATIONS
99 DEC -9 AM 10:50

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED
PARTNERSHIP**

BEFORE ME the undersigned personally appeared _____
of Lansbrook Development Corporation

a general partner of Northfield 92 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 \$ 198,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 198,000

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 20th day of November, 1999

LANSBROOK DEVELOPMENT CORPORATION

[Signature]
Its: VP General Partner

STATE OF Illinois

COUNTY OF Cook

On this 20th day of November, 19 99

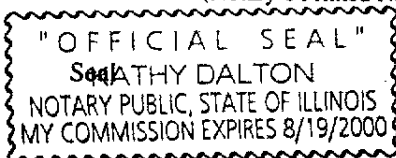
GLEN MILLER, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

KATHY DALTON
(Notary's Printed Name)



My Commission Expires: 8/19/2000

99 DEC -9 AM 10:50

NOTARY OF STATE
ILLINOIS