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FOREIGN PROFIT QUALIFICATION

IPC Florida II Management, Inc.

Certificate of Status	0
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Page Count	04
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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. IPC Florida II Management, Inc.
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware 3. pending
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. July 7, 2004 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 607.155, F.S.)

7. c/o IPC Real Estate Management
(Principal office address)

303 North Hurstborne Parkway, Louisville, Kentucky 40222
(Current mailing address)

8. Real estate management
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

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

Name: CT Corporation System

Off/Sec. Address: 1200 South Finn Island Road

Plantation, Florida 33324
(City) (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.

CT Corporation System

By:


(Registered agent's signature)

Michael J. Mitchell
Assistant Secretary

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.

12. Names and business addresses of officers and/or directors:

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A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Bruce Wibbels

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

Director: Lynn Allen

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

B. OFFICERS

President: Bruce Wibbels

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

Vice President: Lynn Allen

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

Secretary: Lynn Allen

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

Treasurer: Bruce Wibbels

Address: 303 North Hurtsborne Parkway, Louisville, Kentucky 40222

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

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Bruce Wibbels, President and Treasurer
(Typed or printed name and capacity of person signing application)

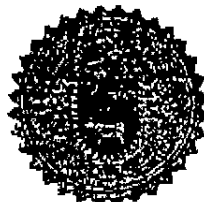
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IPC FLORIDA II MANAGEMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
 Harriet Smith Windsor, Secretary of State

3825644 8300

AUTHENTICATION: 3223561

040505456

DATE: 07-09-04