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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY / *SAC*
Account Number : 120000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

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DIVISION OF CORPORATION

FOREIGN PROFIT QUALIFICATION

TR PALM BAY CORP.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$87.50

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

DEPARTMENT OF STATE
TALLAHASSEE, 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. TR PALM BAY CORP.

(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. DE

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

3. 20-1999597

(FEI number, if applicable)

4. 12/03/2004

(Date of incorporation)

5. PERPETUAL

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

6. _____

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 1201 N. CLARK ST., STE. 300, CHICAGO, IL 60610

(Principal office address)

(Current mailing address)

8. own/operate real estate

(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 NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(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.

Corporation Service Company

BY: Deborah D. Skipper

(Registered agent's signature)

Deborah D. Skipper
Asst. V. Pres.

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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**A. DIRECTORS**Chairman: QUINTIN R. PRIMOAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610Vice Chairman: DARVL J. CARTERAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610Director: BRIAN C. FARGOAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610

Director: _____

Address: _____

B. OFFICERSPresident: DONALD J. MEYERAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610Vice President: DENO T. VARLASAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610Secretary: BRIAN C. FARGOAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610Treasurer: BRIAN C. FARGOAddress: 1201 N. CLARK ST., SUITE 300, CHICAGO, IL 60610

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

13. _____

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

14. Deno T. Varlas, Executive Vice President

(Typed or printed name and capacity of person signing application)

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Attachment to Florida
Application for Certificate of Authority

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. Additional Officers:

<u>Office Title</u>	<u>Name</u>	<u>Address</u>
Executive Vice President	Tom J. Pabian	1201 North Clark Street, Suite 300 Chicago, Illinois 60610
Executive Vice President	Scott Kupferberg	1201 North Clark Street, Suite 300 Chicago, Illinois 60610

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Delaware

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The First State

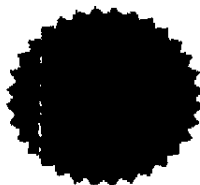
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TR PALM BAY CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF DECEMBER, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TR PALM BAY CORP." WAS INCORPORATED ON THE THIRD DAY OF DECEMBER, A.D. 2004.

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

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Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3520456

DATE: 12-06-04

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