

F05000000549

Florida Department of State
Division of Corporations
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Fax Number : (850) 205-0383 324

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : 120000000195
Phone : (850) 521-1000
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FOREIGN PROFIT QUALIFICATION

AMDC CORPORATION

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1/31/2005 10:45 PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 31, 2005

CORPORATION SERVICE COMPANY

SUBJECT: AMDC CORPORATION
REF: W05000004806

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DIVISION OF CORPORATION

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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. AMDC Corporation
(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. Illinois 3. 36-3338474
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 12/11/1984 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. N/A
(Data first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 10 S. Riverside Plaza, Suite 2290, Chicago, IL 60606
(Principal office address)

10 S. Riverside Plaza, Suite 2290, Chicago, IL 60606
(Current mailing address)

8. Healthcare, real estate, consulting and development firm
(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 Ways Street

Tallahassee Florida 32301
(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.

Corporation Service Company

By: Deborah D. Skipper
(Registered agent's signature)

Deborah D. Skipper

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: _____

Director: Michael O'Keefe

Address: 10 S. Riverside Plaza, Suite 2290
Chicago, IL 60606

Director: Allen Aardema

Address: 10 S. Riverside Plaza, Suite 2290
Chicago, IL 60606

Director: Joseph Kucharz

Address: 10 S. Riverside Plaza, Suite 2290
Chicago, IL 60606

B. OFFICERS

President: Fred D. Campobasso

Address: 10 S. Riverside Plaza, Suite 2290
Chicago, IL 60606

Vice President: _____

Address: _____

Secretary: James M. Klima

Address: 10 S. Riverside Plaza, Suite 2290, Chicago, IL 60606

Treasurer: _____

Address: _____

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

13. Fred D. Campobasso

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

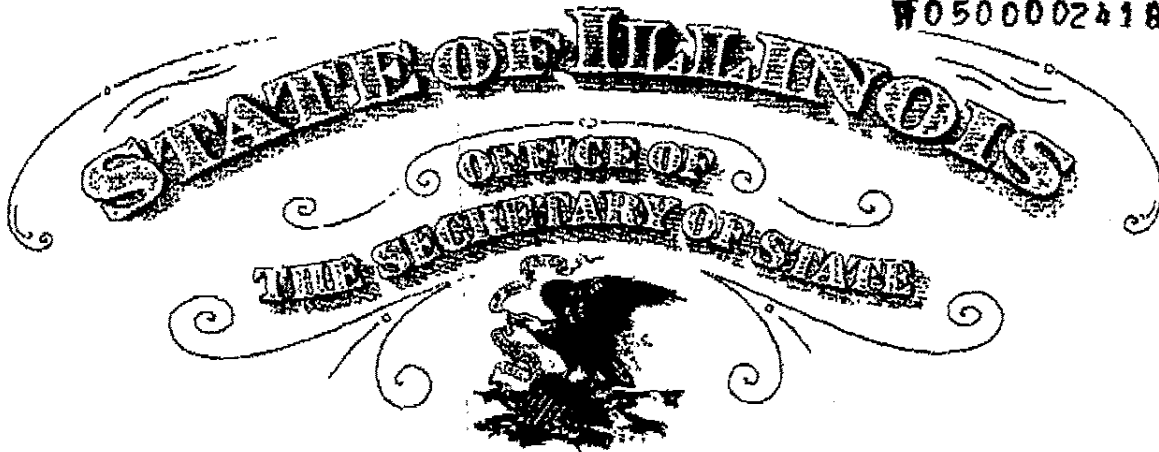
14. Fred D. Campobasso, President

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

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5367-279-5

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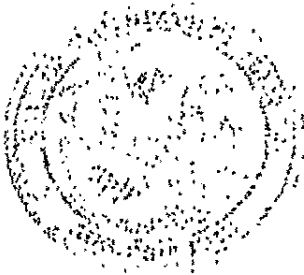


To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

AMDC CORPORATION, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 11, 1984, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE FILING OF ANNUAL REPORTS AND PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS***

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this
day of JANUARY A.D. 2005



Jesse White

SECRETARY OF STATE