

CORPORATION INFORMATION
SERVICES
1201 HAY
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

CSC networks

MAIL TO
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 536860 3565A

AUTHORIZATION : *[Signature]*

COST LIMIT : 0 PREPAID

ORDER DATE : February 6, 1995

ORDER TIME : 9:03 AM

ORDER NO. : 536860

CUSTOMER NO: 3565A

CUSTOMER: Jennifer Herd, Legal Assistant
Jenner & Block
One Ibm Plaza
330 Wabash
Chicago, IL 60611

FOREIGN FILINGS

NAME: CAFE CHEVAL, INC.

PROFIT

NON-PROFIT

XXXXX CORPORATE

LIMITED PARTNERSHIP

XXXXXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XXXXXX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

SECRETARY OF STATE
DIVISION OF CORPORATIONS
RECEIVED
55 FEB - 5 AM 10:11 PM 12:05
DIVISION OF CORPORATIONS

3/2/1

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

SECTION 607.1503
DIVISION 607
FEB-6
1994

1. Cafe Cheval, Inc.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Illinois
(State or country under the law of which it is incorporated)
3. 36-3992615
(FEI number, if applicable)
4. November 3, 1994
(Date of Incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon acceptance of this filing
(Date first transacted business in Florida. (See sections 607.1501, 607.1502 and 817.156, F.S.))
7. Jenner & Block, c/o Nicole Finitzo
One Westminster Place, Lake Forest, IL 60045
(Current mailing address)
To transact any and all lawful business for which corporations may be organized under the Illinois Business Corporation Act of 1983 and permitted under the Florida Business Corporation Act
8. Business Corporation Act
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Name: Corporation Service Company
Office Address: 1201 Hays Street
Tallahassee, Florida, 32301
(Zip Code)
10. Registered agent 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.

Karen B. Rozar
(Registered agent's signature) (Officer)

Karen B. Rozar, as agent
(Type Name and Title of Officer)

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 addresses of officers and/or directors:

A. DIRECTORS

Chairman: Elaine Middleton

Address: Jenner & Block, c/o Nicole Finitzo, One Westminster Place,
Lake Forest, IL 60045

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Elaine Middleton

Address: Jenner & Block, c/o Nicole Finitzo, One Westminster Place,
Lake Forest, IL 60045

Vice President: _____

Address: _____

Secretary: Elaine Middleton

Address: Jenner & Block, c/o Nicole Finitzo, One Westminster Place,
Lake Forest, IL 60045

Treasurer: Elaine Middleton

Address: Tenner & Block, c/o Nicole Finitzo, One Westminster Place,
Lake Forest, IL 60045

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

13. *Elaine Middleton* ~~XXXXXXXXXX~~ President
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)
14. Elaine Middleton, President
(Typed or printed name and capacity of person signing application)

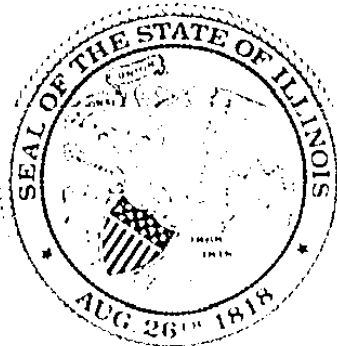
File Number: 5805-048-2



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that

CAFE CHEVAL, INC., A DOMESTIC CORPORATION,
INCORPORATED UNDER THE LAWS OF THIS STATE NOVEMBER 3, 1994,
APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS
CORPORATION ACT OF THIS STATE RELATING TO THE 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 18TH
day of JANUARY A.D. 19 95

George H. Ryan

SECRETARY OF STATE