

CORPORATE
SERVICES, INC.
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TALLAHASSEE, FL 32310
904-222-9111
904-222-0311 FAX

F95000001155

CSO networks

MAIL TO
P.O. BOX 5028
TALLAHASSEE, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 555093 3565A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : 9 131.25

ORDER DATE : March 8, 1995

ORDER TIME : 10:04 AM

ORDER NO. : 555093

CUSTOMER NO: 3565A

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

FOREIGN FILINGS

NAME: JRC COLORADO, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea Hamilton

6/11/95 10:11:07
CSO NETWORKS

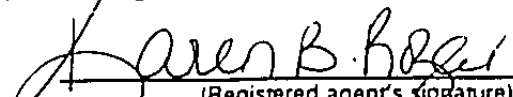
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

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:

1. JRC COLORADO, 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. APPLIED FOR
(FEI number, if applicable)
4. MARCH 1, 1995
(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 817.155, F.S.))
7. 919 N. Michigan Avenue, Suite 1500
Chicago, IL 60611-1689
(Current mailing address)
8. See Exhibit A attached hereto.
(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'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.


(Registered agent's signature)
Karen B. Rozar, as its agent

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: SEE EXHIBIT B ATTACHED HERETO

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: SEE EXHIBIT B ATTACHED HERETO

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. JERRY ONG, SENIOR VICE PRESIDENT
(Typed or printed name and capacity of person signing application)

EXHIBIT A

Purpose of Corporation:

To invest in, own, manage, buy, sell, develop or otherwise dispose of and deal in real estate, or any interest therein. To transact any and all lawful business for which corporations may be organized under the Illinois Business Corporation Act of 1983, as amended.

SECRET
DIVISION 10
SERIES 10
APR 11 1983

EXHIBIT D

JRC COLORADO, INC.

List of Names and Addresses
of Officers and Directors

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Donald A. Smith	Chairman of the Board and Chief Executive Officer	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Edward W. Ross	Vice Chairman	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Andrew Agostini	President and Chief Operating Officer	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
E. Michael Pompizzi	Executive Vice President -- Finance	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Robert W. Berliner, Jr.	Senior Vice President, Secretary and General Counsel	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Jerry Ong	Senior Vice President	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Elaine Klinkowitz	Assistant Secretary	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611

DIRECTORS

Philip Rootberg	Director	c/o Philip Rootberg & Company 250 South Wacker Drive Suite 800 Chicago, Illinois 60606
Andrew Agostini	Director	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611
Donald A. Smith	Director	c/o Jupiter Realty Corp. 919 N. Michigan Avenue Suite 1500 Chicago, Illinois 60611

File Number 5822-355-7



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

JRC COLORADO, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MARCH 1, 1995, 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 6TH
day of MARCH A.D. 19 95

George H. Ryan
SECRETARY OF STATE

FILED
SECRETARY
OF STATE
ILLINOIS