

1304 MAYA STREET
TALLAHASSEE, FL 32310

800-342-8086

F95000002383



ACCOUNT NO. : 072100000032
REFERENCE : 599636 86901M
AUTHORIZATION :
COST LIMIT : • PPD

ORDER DATE : May 16, 1995

ORDER TIME : 9:50 AM

ORDER NO. : 599636

CUSTOMER NO: 86901M

CUSTOMER: Mr. Tony Mackay
Prentice Hall Legal &
33north LaSalle Street
Suite 1925
Chicago, IL 60602

*Please file this
Qualification 1st*

1

500001488585
05/16/95-01038-006
*****70.00 *****70.00

FOREIGN FILINGS

NAME: MHC-QRS DEANZA, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

DIVISION OF CORPORATION

RECEIVED
95 MAY 16 AM 10:39

85/16
95 MAY 16 AM 10:57
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**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. MHC-QRS DeAnza, 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 3. 36-3968545
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 1, 1994 5. perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)
7. c/o Ann M. Schneider, 2 N. Riverside Plaza, #1515
Chicago, IL 60606
(Current mailing address)
8. General partner of limited partnership qualified in Florida engaged in real estate investment
(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:
The Prentice-Hall Corporation
Name: System, Inc.
Office Address: 110 North Magnolia 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.
The Prentice-Hall Corporation System, Inc.
By: Anthony O'Malley
(Registered agent's signature)
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.

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

A. **DIRECTORS** SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. **OFFICERS** SEE ATTACHED LIST

President: _____

Address: _____

Vice President: _____

Address: _____

Secretary: _____

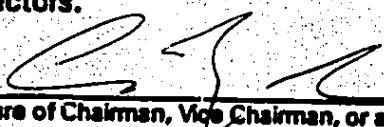
Address: _____

Treasurer: _____

Address: _____

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

13.


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

14.

Ann M. Schneider, Asst. Secretary
(Typed or printed name and capacity of person signing application)

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**Directors and Officers
MMC-GRS DeAnza, Inc.**

DIRECTORS

David Helfand **Director**
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Ellen Kelleher
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606
Director

Barry McCabe Director
Primary : 2 N. Riverside Plaza
Address : Chicago, IL 60606

Gerald Spector **Director**
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Samuel Zell **Director**
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

OFFICERS:

Samuel Zell Chairman of the Board & Chief Executive Officer

Primary Address : 2 N. Riverside Plaza
Chicago, Illinois 60606

Barry McCabe Chief Operating Officer
Primary : 2 N. Riverside Plaza
Address : Chicago, IL 60606

David Helfand **President**
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Thomas P. Heneghan, Jr. Chief Financial Officer
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Ellen Kelleher Senior Vice President
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Thomas P. Heneghan, Jr. Vice President
Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

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Howard Walker

Vice President

Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Susan Obuchowski

Secretary

Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Ellen Kelleher

Assistant Secretary

Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Ann M. Schneider

Assistant Secretary

Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

Thomas P. Heneghan, Jr.

Treasurer

Primary : 2 N. Riverside Plaza
Address : Chicago, Illinois 60606

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File Number 5792-076-9



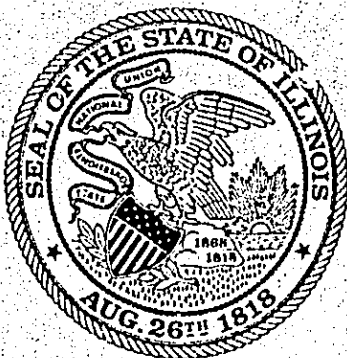
To all to whom these Presents Shall Come, Greetings

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 10 10:58 AM

I, George H. Ryan, Secretary of State of the State of Illinois,

do hereby certify that

MHC-QRS DEANZA, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE AUGUST 1, 1994, 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* 15TH *day of* MAY *A.D., 19* 95

George H. Ryan

SECRETARY OF STATE