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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 0721000000002

REFERENCE : 677520 06901M

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : September 11, 1995

ORDER TIME : 10:30 AM

ORDER NO. : 677520

CUSTOMER NO: 06901M

200001581472
-09/11/95--01046--003
*****70.00 *****70.00

CUSTOMER: Mr. Adriana Maravilla
Prentice Hall Legal &
33 North LaSalle Street
Suite 1925
Chicago, IL 60602

FOREIGN FILINGS

NAME: CC-HOLLYWOOD, INC.

____ PROFIT
____ NON-PROFIT

____ CORPORATE
____ LIMITED PARTNERSHIP

XXXC QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebreana Randolph

Wf
9/11

CC 9/11/95
DIVISION OF REVENUE
STAMPING

**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. CC-HOLLYWOOD, 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. Delaware
(State or country under the law of which it is incorporated)
3. Applied for
(FEI number, if applicable)
4. March 15, 1994
(Date of incorporation)
5. Perpetual
(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 617.150, F.S.))
7. c/o Hyatt Corporation, 200 W. Madison
Chicago, IL 60606
(Current mailing address)
8. To own a senior retirement living community.
(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: 1201 Nays Street, Suite 105
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: Michael Donovan Asst. Secretary
(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.

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

A. DIRECTORS

DIRECTOR
~~XXXXXXXXXX~~: Penny Pritzker

Address: 200 West Madison
Chicago, IL 60606

DIRECTOR
~~XXXXXXXXXX~~: Nicholas J. Pritzker

Address: 200 West Madison
Chicago, IL 60606

Director: J. Kevin Poorman

Address: 200 West Madison
Chicago, IL 60606

Director: _____

Address: _____

B. OFFICERS

President: Penny Pritzker

Address: 200 West Madison
Chicago, IL 60606

Executive Vice President: J. Kevin Poorman

Address: 200 West Madison
Chicago, IL 60606


Vice President & Secretary: Harold S. Handelsman

Address: 200 West Madison
Chicago, IL 60606

Vice President & Treasurer: Kenneth R. Posner

Address: 200 West Madison
Chicago, IL 60606

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. Kenneth R. Posner - Vice President & Treasurer
(Typed or printed name and capacity of person signing application)

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CC-HOLLYWOOD, INC." 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 SEVENTH DAY OF SEPTEMBER, A.D. 1995.

RECEIVED
SEP 11 1995
SECRETARY OF STATE



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 7632231

DATE: 09-07-95

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RECEIVED
FEB 11 1996
222-0001 FAX

95 DEC 12 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ACCOUNT NO. : 0721000000032

REFERENCE : 761426 4322610

AUTHORIZATION *Patricia Pyritz*

COST LIMIT : \$ 35.00

ORDER DATE : December 11, 1995

ORDER TIME : 9:41 AM

ORDER NO. : 761426

CUSTOMER NO: 4322610

CUSTOMER: Ms. Jean Santore
Hyatt Corporation
200 West Madison Street
Chicago, IL 60606

FOREIGN FILINGS

NAME: CC-HOLLYWOOD INC

 PROFIT CORPORATE
 NON-PROFIT LIMITED PARTNERSHIP

XXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

N. HENDRICKS DEC 12 1995

CONTACT PERSON: SEBRENA RANDOLPH

APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL OF AUTHORITY
TO TRANSACT BUSINESS OR CONDUCT AFFAIRS IN FLORIDA

CC-HOLLYWOOD, INC.

(Name of Corporation)

DELAWARE

(Incorporated Under Laws Of)

FILED
95 DEC 12 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

c/o Classic Residence Management, Inc., 200 W. Madison Street
(Mailing Address)

Chicago, Illinois 60606

(City - State - Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.


Signature

December 5, 1995
Date

Harold S. Handelsman
Typed or printed name

Vice President & Secretary
Title