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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

1201 HAYS STREET
MASSACHUSETTS
904-222-1111
904-222-1193 FAX
COUNTY OF

REFERENCE : 764096

AUTHORIZATION :

COST LIMIT : \$ PPD

RECEIVED
4322610
95 DEC 13 PM 12:34
DIVISION OF CORPORATION

ORDER DATE : December 12, 1995

ORDER TIME : 10:36 AM

ORDER NO. : 764096

CUSTOMER NO: 4322610

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

600001660916
-12/13/95--01031--008
*****8.75 *****8.75

600001660916
-12/13/95--01031--008
*****70.00 *****70.00

FOREIGN FILINGS

NAME: HBC ASSOCIATES INC

 PROFIT

 NON-PROFIT

 CORPORATE

 LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: ANDREA MABRY

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 13 PM 12:56

mtm

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. HBC Associates, 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. 36-4002087
(FEI number, if applicable)
4. December 23, 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 817.155, F.S.))
7. c/o Hyatt Corporation, 200 W. Madison, Suite 4100, Chicago, IL 60606
(Current mailing address)
8. Investments
(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: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: The Prentice-Hall Corporation System, Inc.

Office Address: 1201 Hays 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.

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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
5 DEC 13 PM 12:56

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Director ~~CHIEF~~ Thomas J. Pritzker

Address: 200 W. Madison, Chicago, IL 60606

Director ~~VICE CHAIRMAN~~ Harold S. Handelsman

Address: 200 W. Madison, Chicago, IL 60606

Director: Kenneth R. Posner

Address: 200 W. Madison
Chicago, IL 60606

Director:

Address:

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Richard L. Schulze

Address: 200 W. Madison
Chicago, IL 60606

Vice President: Frank Borg

Address: 200 W. Madison
Chicago, IL 60606

VP & Secretary: Harold S. Handelsman

Address: 200 W. Madison
Chicago, IL 60606

VP & Treasurer: Kenneth R. Posner

Address: 200 W. Madison
Chicago, IL 60606

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

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

14. Jean Santore, Assistant Secretary
(Typed or printed name and capacity of person signing application)

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DIVISION OF CORPORATIONS
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(ATTACHMENT)

Assistant Secretary: Jean Santore

Address : 200 W. Madison
Chicago, Illinois 60606

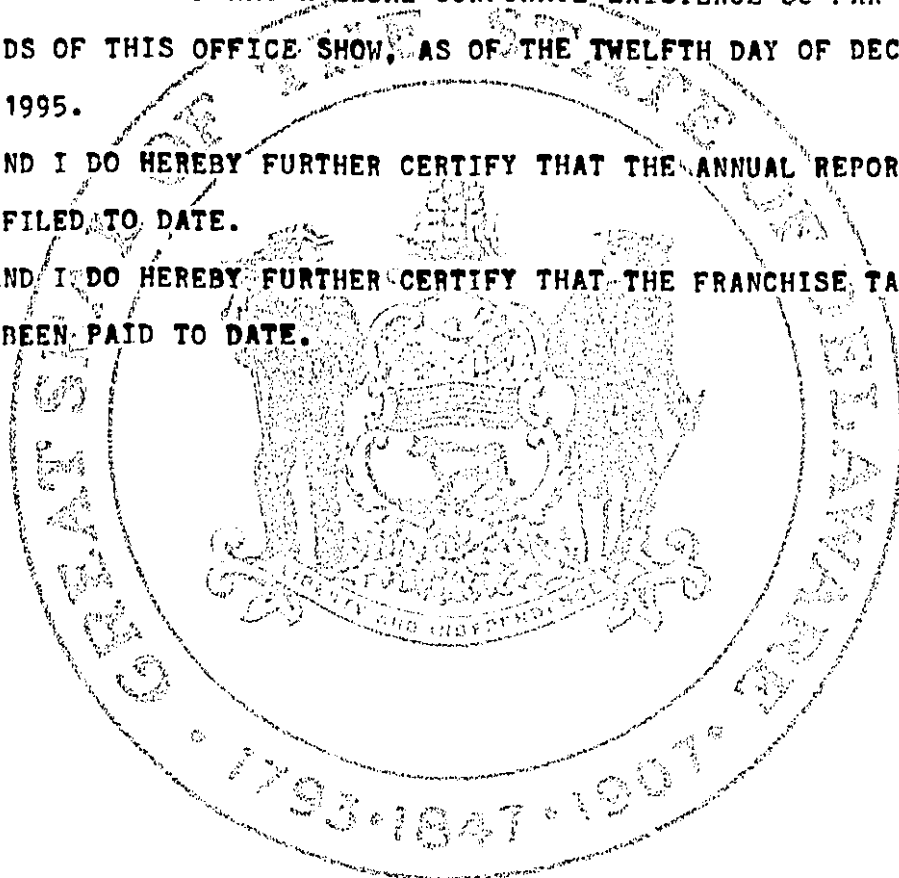
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DIVISION OF CORPORATIONS
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HBC ASSOCIATES, 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 TWELFTH DAY OF DECEMBER, A.D. 1995.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 13 PM 12:56



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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION: 7747339

DATE: 12-12-95