

F95000006210

TO: Qualification/Tax Lien Section
Division of Corporations

300001665328
-12/19/95--01054--003
*****70.00 *****70.00

SUBJECT: PROPERTY CAPITAL MANAGEMENT CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Diane B. Cook
(Name of Person)

Rooks, Pitts and Poust
(Firm/Company)

201 Naperville Road
(Address)

Wheaton, Illinois 60187
(City/State/Zip)

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DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Diane Cook
(Name of Person)

at (708) 510-2342
(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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. PROPERTY CAPITAL MANAGEMENT CORPORATION

(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. 36-4049370

(FEI number, if applicable)

4. October 26, 1995

(Date of Incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. NOVEMBER 15, 1995

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 731 Hillside

Glen Ellyn, Illinois 60137

(Current mailing address)

8. To manage real estate and other property and to do all other things permitted by law.
(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: CT Corporation System

Office Address: 1200 S. Pine Island Road

Plantation, Florida, 33324
(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.

[Signature]
(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: (Street address ONLY- P. O. Box NOT acceptable)

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

Chairman: Daniel T. Van Voorhis

Address: 731 Hillside, Glen Ellyn, IL 60137

Vice Chairman: n/a

Address: _____

Director: n/a

Address: _____

Director: n/a

Address: _____

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

President: Daniel T. Van Voorhis

Address: 731 Hillside, Glen Ellyn, IL 60137

Vice President: n/a

Address: _____

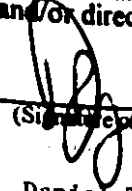
Secretary: Daniel T. Van Voorhis

Address: 731 Hillside, Glen Ellyn, IL 60137

Treasurer: Daniel T. Van Voorhis

Address: 731 Hillside, Glen Ellyn, IL 60137

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. Daniel T. Van Voorhis
(Typed or printed name and capacity of person signing application)

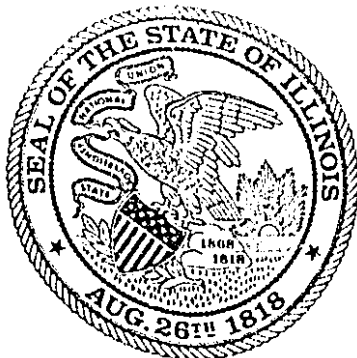
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To all to whom these Presents Shall Come, Greeting

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I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that PROPERTY CAPITAL MANAGEMENT CORPORATION, A
DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE
OCTOBER 26, 1995, 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 heretofore set
my hand and cause to be affixed the Great Seal of
the State of Illinois this 14TH
day of NOVEMBER A.D., 19 95

George H. Ryan.
SECRETARY OF STATE