

F9500006295

TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: CMD Properties, Inc.
(Name of corporation - must include suffix)

12/26
95 DEC 26 PM 1:33
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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:

Randal J. Selig
(Name of Person)

CMD Realty Investors, Inc.
(Firm/Company)

227 West Monroe Street, Suite 3900
(Address)

Chicago, Illinois 60606
(City/State/Zip)

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

Theresa M. Shannon at (312) 726-3121
(Name of Person) (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. CMD Properties, 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. December 15, 1995
(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 817.135, F.S.))

7. 227 West Monroe Street, Suite 3900
Chicago, Illinois 60606
(Current mailing address)

8. The transaction of any or all lawful purposes for which corporations may be incor-
porated under the Illinois Business Corporation Act of 1983, as amended, and allowed
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Illinois or Florida law.)

9. **Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)**

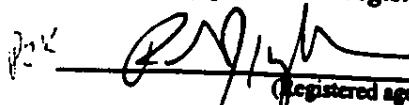
Name: Paul J. Kilgallon

Office Address: 899 W. Cypress Creek Road, Suite 109

Ft. Lauderdale, Florida, 33309-2046
(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)

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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DIVISION OF CORPORATIONS
95 DEC 26 PM 1:05

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: _____

Address: _____

Director
Vice Chairman: Steven W. Ellenbogen

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

Director: Richard G. Schaller

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

Director: Randal J. Selig

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

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

President: Steven W. Ellenbogen

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

Senior Vice President: Paul J. Kilgallon

Address: 899 W. Cypress Creek Road, Suite 109

Ft. Lauderdale, Florida 33309-2046

Exec. VP/Secretary: Randal J. Selig

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

Sr. VP/ Treasurer: Peter G. Brosnan

Address: 227 West Monroe Street, Suite 3900

Chicago, Illinois 60606

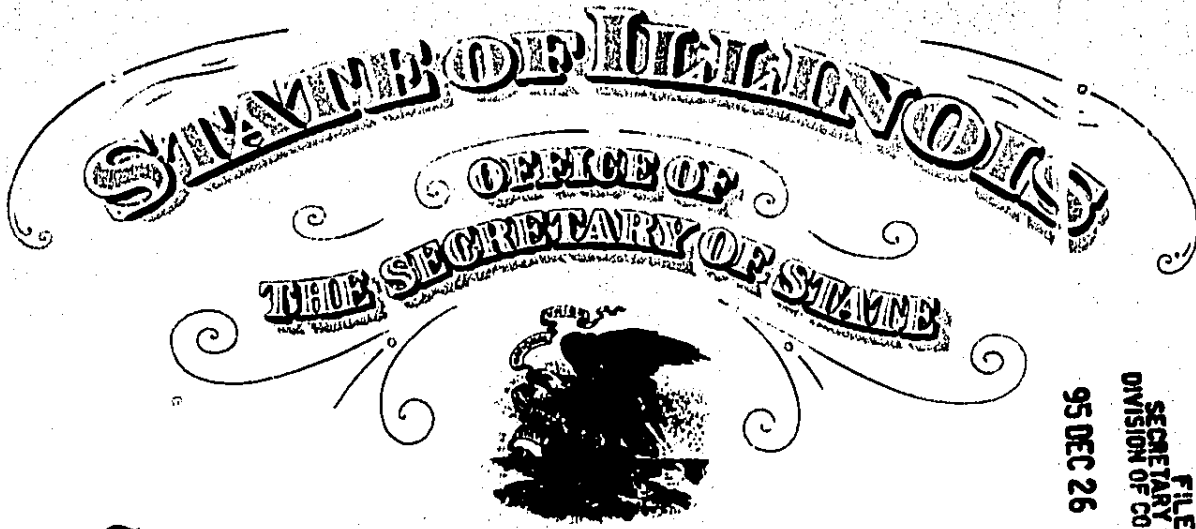
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or an officer listed in number 12 of the application)

14. Randal J. Selig, Executive Vice President
(Typed or printed name and capacity of person signing application)

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File Number 5863-365-8



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DIVISION OF CORPORATIONS
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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

CMD PROPERTIES, INC., A DOMESTIC CORPORATION,
INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 15, 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 16TH
day of DECEMBER A.D., 19 95.

George H Ryan
SECRETARY OF STATE