

F9600000400

JOSEPH L. LAWSON*
CARL E. WESTMAN
WALLACE W. WALKER, JR.
ROBERT G. MENZIES
JOHN CLAPPER, III**
STEPHEN E. THOMPSON***
RICHARD A. HEUERMAN*
MARK J. PRICE
KAREN T. CONEY
JENNIFER J. HACKLEY
STEVEN M. FALK

BOARD CERTIFIED LAWYER:
*WILLS, TRUSTS AND ESTATES
**CIVIL TRIAL
***REAL ESTATE

*LICENSED IN OHIO AND MICHIGAN ONLY

Robert & Linda
A Legal Professional Association
3003 Tamiami Trail North
Collier Place 1, Second Floor
Naples, Florida 33940
(941) 649-6200
1-(800) 535-7239
TELECOPIER: (941) 261-3659

75 EAST MARKET STREET
APARTMENT 202
CANTON, OHIO 44703
(216) 378-2500
TELECOPIER: (216) 378-4577

220 MARKET AVENUE SOUTH
SUITE 220
CANTON, OHIO 44702
(216) 455-2700
TELECOPIER: (216) 455-0540

41 SOUTH HIGH STREET
HUNTINGTON CENTER, SUITE 2450
COLUMBUS, OHIO 43215-4100
(614) 463-0770
TELECOPIER: (614) 463-0702

500 SUPERIOR AVENUE, NORTHEAST
BANK ONE CENTER, SUITE 2350
CLEVELAND, OHIO 44114
(216) 823-0150
TELECOPIER: (216) 823-0134

July 11, 1995

Secretary of State
Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re: Application for Foreign Corporation Authorization

500001536925
-07/13/95--01058--007
*****78.75 *****78.75

Dear Sir or Madam:

Our firm represents Shore Development Company, an Illinois Corporation, who are applying here for authorization to conduct business in the State of Florida. To accomplish this, please find enclosed the following:

1. Completed Application by Foreign Corporation for Authority to Transact Business in Florida, which includes the name of a Registered Agent located in Florida.
2. Fully executed Transmittal letter.
3. Original Certificate from the State of Illinois regarding the status of Shore Development Corporation, dated June 21, 1995.
4. Our check payable to the Florida Secretary of State in the amount of \$78.50. This amount includes the registration charge and for a certificate of status.

95/124
JUL 26 AM 10:46
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

W95-14148

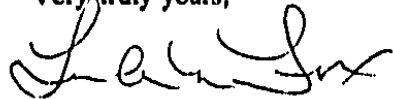
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160092

*Recycled & Address
A Legal Professional Association*

July 11, 1995
Page 2

Thank you for your assistance in this regard. Please call me at the above toll-free number should you have any questions with regard to this matter.

Very truly yours,



Linda M. Fox
Legal Assistant

LMF/
Enclosure
20225_1.WP5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 13, 1995

PHILLIP KAUFMAN
SHORE DEVELOPMENT COMPANY
10660 W. 143RD ST.
ORLAND PARK, IL 60462

SUBJECT: SHORE DEVELOPMENT COMPANY
Ref. Number: W95000014148

FILED STATE'S
SECRETARY OF CORPORATIONS
96 JAN 21 AM 11:46

We have received your document for SHORE DEVELOPMENT COMPANY and your check(s) totaling \$78.75. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the CORPORATE SPECIALIST indicated.

Section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$700.00.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or

your filing will be considered abandoned.

**If you have any questions concerning the filing of your document, please call
(904) 487-6095.**

**Jennifer Sindt
Document Examiner**

Letter Number: 695A00033788



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1995

PHILLIP KAUFMAN
SHORE DEVELOPMENT COMPANY
10660 W. 143RD ST.
ORLAND PARK, IL 60462

SUBJECT: SHORE DEVELOPMENT COMPANY
Ref. Number: W95000014148

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 24 AM 11:46

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for SHORE DEVELOPMENT COMPANY.

The referenced application states that the corporation has transacted business in the State of Florida since February 1, 1994. You were notified by letter dated July 13, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$700.00 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Jennifer Sindt
Document Examiner Letter No. 295A00051133

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 12, 1996

PHILLIP KAUFMAN
SHORE DEVELOPMENT COMPANY
10660 W. 143RD ST.
ORLAND PARK, IL 60462

SUBJECT: SHORE DEVELOPMENT COMPANY
Ref. Number: W95000014148

FILED STATE
SECRETARY OF CORPORATIONS
95 JAN 24 AM 11:46

CERTIFIED MAIL #P 348 066 889 RETURN RECEIPT REQUESTED

This letter constitutes notice that the Department of State (Department) intends to pursue all legal remedies provided in Sections 607.0130(3) and 607.1502(4), Florida Statutes, because of the failure of SHORE DEVELOPMENT COMPANY to pay the appropriate penalties and fees incurred by the transacting of business as a foreign corporation in Florida without authority. I have enclosed a copy of Sections 607.0130(3), 607.1501 and 607.1502, Florida Statutes, for your review.

The application submitted by SHORE DEVELOPMENT COMPANY for authority to transact business in Florida indicates that the corporation transacted business in Florida prior to qualifying. As a result, associated penalties and fees imposed by Section 607.1502(4), Florida Statutes, are due and owing the Department.

Penalties and fees in the amount of \$700.00 are now due. To avoid further penalty, payment must be remitted within 45 days of receipt of this letter. Please make your check payable to the Department of State and forward it to this office.

In the event the date business was first transacted in Florida is incorrect or the activity falls under an enumerated exemption provided in Section 607.1501(2), Florida Statutes, please provide this office with an affidavit to that effect. If it is determined that the affidavit establishes either circumstance, all penalties and fees previously imposed will either be withdrawn or will be recalculated in accordance with the corrected information, and the application will be processed accordingly. If you have any questions regarding this matter, please telephone (904) 487-6091. I look forward to your response.

Sincerely,

Marc W. Dunbar, Assistant General Counsel

Enclosures Letter No. 196A00001695

JOSEPH L. LAWSON**
CARL E. WESTMAN
WALLACE W. WALKER, JR.*
ROBERT G. MENZIES
JOHN CLAPPER, III**
STEPHEN E. THOMPSON***
KENNETH D. CUYLER
RICHARD A. HEUERMAN*
PAUL K. HEUERMAN
JONATHAN D. FISHBANE*
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* ALSO LICENSED IN OHIO
** LICENSED IN OHIO AND MICHIGAN ONLY

Roetzel & Andross
A Legal Professional Services
850 Park Shore Drive
Triamon Centre, Third Floor
Naples, Florida 33940

(941) 649-6200
1-(800) 535-7239
TELECOPIER: (941) 261-3659

75 EAST MARKET STREET
AKRON, OHIO 44308-8088
1216 376-8700
TELECOPIER: 1216 376-4577

220 MARKET AVENUE SOUTH
SUITE 520
CANTON, OHIO 44702
1216 455-8700
TELECOPIER: 1216 455-0546

41 SOUTH HIGH STREET
HUNTINGTON CENTER, SUITE 2450
COLUMBUS, OHIO 43219-4100
614 463-9770
TELECOPIER: 614 463-9798

SUITE 1650, ONE CLEVELAND CENTER
1375 E. 9TH STREET
CLEVELAND, OHIO 44114
1216 623-0150
TELECOPIER: 1216 623-0134

January 23, 1996

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

ATTN: Jennifer Sindt, Document Examiner

Re: Shore Development Company
Ref. Number: W95000014148

Dear Jennifer:

Pursuant to our telephone conversation, I have enclosed the following original executed documents relating to the above-referenced company:

1. Resolution of Board of Directors; and
2. Affidavit.

I apologize again for the delay in delivering these to you. If you should need anything further, please do not hesitate to contact me immediately.

Very truly yours,


Kelly Carter
Real Estate Paralegal

/kc
Enclosures as stated.
cc: Phillip Kaufman, President
Mark J. Price, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 24 AM 11:46

AFFIDAVIT

Before me, the undersigned authority, this date personally appeared PHILLIP KAUFMAN, to me well known, who being by me first duly sworn on his oath according to law, deposes and says as follows:

1. I am the President of Shore Development Company, an Illinois corporation.
2. That the Application By Foreign Corporation for Authorization to Transact Business in Florida previously submitted to the State of Florida under cover letter from Roetzel & Andress, L.P.A. dated July 11, 1995, was incorrect in Paragraph Number 6 in that it has not been doing business since February of 1994.
3. That Shore Development Company, an Illinois corporation, is doing business as Shore Development Company of Southwest Florida, Inc. in the State of Florida commencing as of December 7, 1995.

Further affiant sayeth naught.




PHILLIP KAUFMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 24 AM 11:46

STATE OF ILLINOIS)
COUNTY OF COOK) ss:

The foregoing instrument was sworn to and subscribed before me this 11TH day of December, 1995, by Phillip Kaufman, as President of Shore Development Company, an Illinois corporation, who is personally known to me or who has produced HIS DRIVER LICENSE as identification.



NOTARY PUBLIC
OCT 15 - 1997

(Type or Print)

My Commission Expires:

(SEAL)



RESOLUTION OF BOARD OF DIRECTORS

I, the undersigned Phillip Kaufman, do hereby certify that this Resolution of the Board of Directors of Shore Development Corporation, a corporation duly organized and existing under the laws of the State of Illinois, was duly adopted on December 7, 1995.

Resolved, that Shore Development Company, organized and existing in the State of Illinois, hereby adopts the name Shore Development Company of Southwest Florida, Inc. for use in Florida.

Dated: 12/7/95



PHILLIP KAUFMAN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 24 AM 11:46

**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. SHORE DEVELOPMENT COMPANY

(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. 36-3465234

(FEI number, if applicable)

4. SEPTEMBER 3, 1986

(Date of Incorporation)

5. PERPETUAL

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

6. FEBRUARY 1994

(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 607.155, F.S.))

7. 10660 W. 143RD STREET

ORLAND PARK, IL 60462

(Current mailing address)

8. REAL ESTATE BUILDING AND CONSTRUCTION

(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:

Name: **ROBERT G. MENZIES**

Office Address: **3003 TAMiami TRAIL NORTH**

NAPLES

, Florida , 33940

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 24 AM 11:47

TRANSMITTAL LETTER

**TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS**

SUBJECT: SHORE DEVELOPMENT COMPANY
(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:

PHILLIP KAUFMAN
(Name of Person)

SHORE DEVELOPMENT COMPANY
(Firm/Company)

10660 W. 143RD ST.
(Address)

ORLAND PARK, IL 60462
(City, State and Zip Code)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 26 AM 11:46

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

ROBERT G. MENZIES at (941) 649 - 6200
(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 Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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: PHILLIP KAUFMAN

Address: 10660 W. 143RD STREET
ORLAND PARK, IL 60462

Vice Chairman: _____

Address: _____

Director: CHARLES MCLAUGHLIN

Address: 10660 W. 143RD STREET
ORLAND PARK, IL 60462

Director: _____

Address: _____

FILED STATE
SECRETARY OF CORPORATIONS
JUN 24 11:14 AM '67

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

President: PHILLIP KAUFMAN

Address: 10660 W. 143RD STREET
ORLAND PARK, IL 60462

Vice President: CHARLES MCLAUGHLIN

Address: 10660 W. 143RD STREET
ORLAND PARK, IL 60462

Secretary: CHARLES MCLAUGHLIN

Address: 10660 W. 143RD STREET
ORLAND PARK, IL 60462

Treasurer: PHILLIP KAUFMAN

Address: 10660 W. 143RD ST., ORLAND PARK, IL 60462

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. PHILLIP KAUFMAN PRESIDENT

(Typed or printed name and capacity of person signing application)

File Number 5436-809-7



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 **SHORE DEVELOPMENT COMPANY, A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE SEPTEMBER 3, 1986, 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 21ST
day of JUNE A.D. 19 95

George H. Ryan
SECRETARY OF STATE