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SECRETARY OF STATE
DIVISION OF RECORDS
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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION
TO TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1301, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1 The Yorba Club at Aventura, Inc.
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as well 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 36-6084428
(FEI number, if applicable)

4 March 6, 1976
(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 607.1301, 607.1302, AND 617.133, F.S.))

7 c/o The Johnson Group Ltd., 505 North Lake Shore Drive
Chicago, IL 60611
(Current mailing address)

The transaction of any and all businesses for which corporations may be incorporated under the Florida General Corporation Act.

8 _____
(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 Maya Street, Suite 103

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 Dorman
(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: N/A

Address: N/A

Vice Chairman: N/A

Address: N/A

Director: Steven G. Grier

Address: 100 North Lake Shore Drive, Chicago, IL 60611

Director:

Address:

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

President: Steven G. Grier

Address: 505 North Lake Shore Drive
Chicago, IL 60611

Vice President: Anthony R. McManis

Address: 505 North Lake Shore Drive
Chicago, IL 60611

Secretary: Anthony R. McManis

Address: 505 North Lake Shore Drive
Chicago, IL 60611

Treasurer: John J. Smith

Address: 505 North Lake Shore Drive, Chicago IL 60611

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

13. Anthony R. McManis
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Anthony R. McManis, Vice President
(Typed or printed name and capacity of person signing application)

File Number 9875-020-4

SEAL OF THE OFFICE OF THE
DEPARTMENT OF
THE SECRETARY OF STATE



FILED
RECORDS SECTION
MAR 3 1996

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

THE YACHT CLUB AT AVENTURA, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE MARCH 6, 1996, 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

7TH

day of

MARCH

1996



George H. Ryan
SECRETARY OF STATE