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PRESTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 983358 4304492

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 11, 1996

ORDER TIME : 10:14 AM

ORDER NO. : 983358

CUSTOMER NO: 4304492

CUSTOMER: Ms. Laura Colton
Rudnick & Wolfe
203 North La Salle Street
Suite 1800
Chicago, IL 60601

200001862332
-06/14/96--01048--014
*****70.00 *****70.00

200001862332
-06/14/96--01048--015
*****8.75 *****8.75

FOREIGN FILINGS

NAME: TR ORLANDO AIRPORT CORP.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 PM 12:09

RECEIVED
96 JUN 14 AM 7:00
DIVISION OF CORPORATION

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. TR ORLANDO AIRPORT CORP.
(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 3. Applied for
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 11, 1996 5. Perpetual
(Date of incorporation) (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. 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631
(Current mailing address)
8. any lawful business
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

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9. Name and street address of Florida registered agent:

Name: Corporation Service Company
Office Address: 1201 Hays Street
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.

By: Patricia Cosentino Asst. Sec.
(Registered agent's signature)
Patricia Cosentino- Asst. Secretary

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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Joel A. Stone

Address: 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631

Director: Arnold S. Levy

Address: 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631

B. OFFICERS

President: Arnold S. Levy

Address: 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631

Vice President: _____

Address: _____

Secretary: Joel A. Stone

Address: 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631

Treasurer: Joel A. Stone

Address: 8700 West Bryn Mawr Avenue, Suite 900
Chicago, Illinois 60631

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

13.

Arnold S. Levy
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application.)

14.

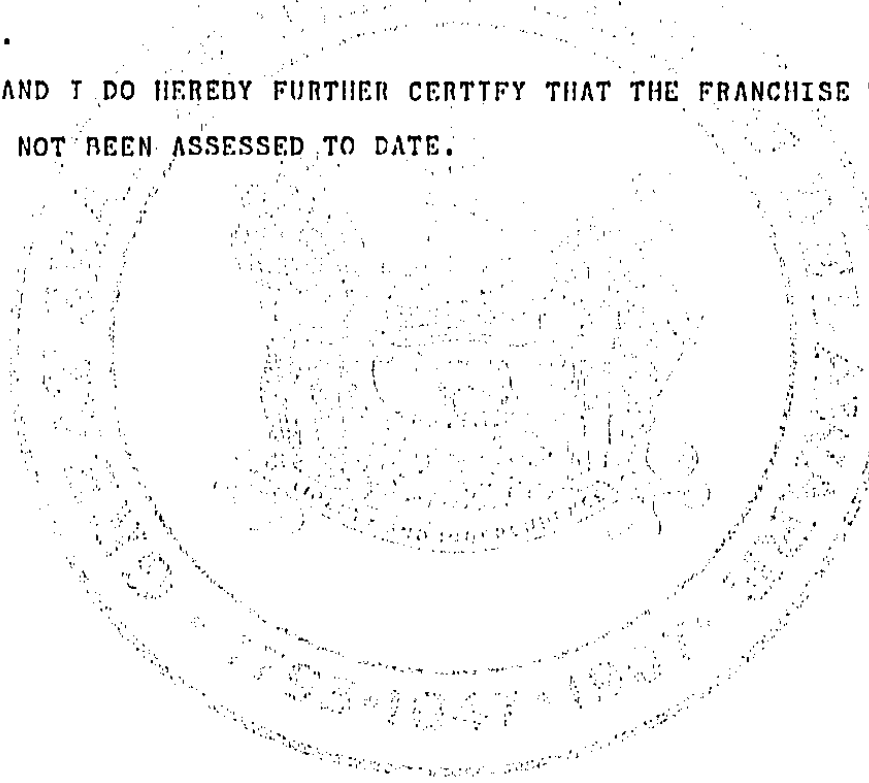
President
(Typed or printed name and capacity of person signing application)

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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 "TR ORLANDO AIRPORT CORP." 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 JUNE, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 14 PM 12:09



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

7982085

DATE:

06-12-96