

# F96000004140

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

300001922383  
-08/14/96--01101--009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Ambassador Apartments, Inc.

cross-ref. name:

Ambassador Apartments (Cem Maryland), Inc.

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit     | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> NonProfit             | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
| <input type="checkbox"/> Limited Liability Co. | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other UCC Filing   |
| <input checked="" type="checkbox"/> Foreign    | <input type="checkbox"/> Reservation            | <input type="checkbox"/> Change of B.A.     |
| <input type="checkbox"/> Limited Partnership   | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fic. Name          |
| <input type="checkbox"/> Reinstatement         |   |   |
| <input type="checkbox"/> Certified Copy        |   |   |
| <input type="checkbox"/> Call When Ready       | <input type="checkbox"/> Call if Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In    |   | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out              |   |   |

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13  
Tallahassee, FL

mtm

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPIES  
FILE STAMPED

8-13

File 1st

(569)

CERTIFICATE OF DIRECTOR  
RESOLUTION OF BOARD OF DIRECTORS OF  
AMBASSADOR APARTMENTS, INC.

I, David M. Glickman, a director of Ambassador Apartments, Inc., a Maryland corporation (the "Corporation"), do hereby certify that the following resolution was duly adopted by the Board of Directors of the Corporation by unanimous written consent dated as of July 29, 1996; and that said resolution has not been altered, amended or repealed and is in full force and effect on the date hereof:

"RESOLVED, that with respect to the Corporation's application to transact business in Florida as a foreign corporation, the Corporation hereby adopts the fictitious name of "Ambassador Apartments (CRM Maryland), Inc. for corporate use in Florida."

IN WITNESS WHEREOF, I have hereunto executed this Certificate of Director of Resolution of Board of Directors this 7th day of August, 1996.

96 AUG 13 AM 8:44  
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

  
\_\_\_\_\_  
David M. Glickman

**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. Ambassador Apartments, Inc. d/b/a Ambassador Apartments (CRM Maryland), 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. Maryland  
(State or country under the law of which it is incorporated)
3. 36-3948161  
(FEI number, if applicable)
4. April 15, 1994  
(Date of incorporation)
5. Perpetual  
(Duration: Year corp. will cease to exist or "perpetual")
6. Has Not Begun Upon Qualification  
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.156, F.S.))
7. c/o 77 West Wacker Drive, Suite 3900, Chicago, Illinois 60601  
\_\_\_\_\_  
(Current mailing address)
8. See attached purpose clause  
(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: C.T. Corporation System  
  
Office Address: 1200 South Pine Island Road  
  
Plantation, Florida, 33324  
(Zip Code)

10. Registered agent 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 obligation of my position as registered agent.

Connie Bryan  
(Registered agent's signature) (Officer)  
**CONNIE BRYAN**  
SPECIAL ASSISTANT SECRETARY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 13 AM 8:44

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: See attached list of directors

Address: - Appendix B -

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS

President: see attached list of officers

Address: - Appendix B -

Vice President: \_\_\_\_\_

Address: \_\_\_\_\_

Secretary: \_\_\_\_\_

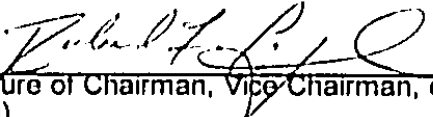
Address: \_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 8:44

Treasurer: \_\_\_\_\_

Address: \_\_\_\_\_

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. Richard F. Cavanaugh, President  
(Typed or printed name and capacity of person signing application)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 8:44

Appendix A to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Purpose Clause of Ambassador Apartments, Inc.  
d/b/a Ambassador Apartments (CRM Maryland), Inc.**

---

The purpose of the corporation shall be to act as a general partner for a limited partnership that is a general partner to a limited partnership qualified to transact business in Florida, and to engage in any lawful acts or activities for which a foreign corporation may be authorized to transact business under the laws of the state of Florida.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 8:44

Appendix B to Florida  
Application by Fgn. Corp. for Authorization to Transact Business in Florida

**Officers and Directors of Ambassador Apartments, Inc.  
d/b/a Ambassador Apartments (CRM Maryland), Inc.**

---

1. David M. Glickman, Chief Executive Officer and Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
2. Richard F. Cavanaugh, President and Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
3. Adam D. Peterson, Senior Vice President and Secretary  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
4. Tom Coorsh, Senior Vice President  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
5. Michael W. Reschke, Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
6. David B. Heller, Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
7. Richard F. Levy, Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
8. June R. Patterson, Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601
9. Norman R. Bobins, Director  
c/o 77 West Wacker Drive, Suite 3900  
Chicago, Illinois 60601

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG 13 AM 8:44

# STATE OF MARYLAND

466639

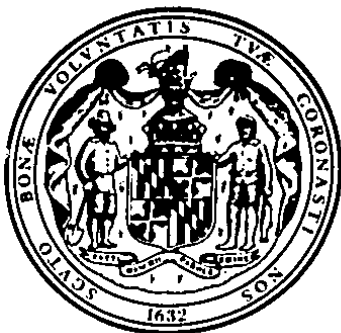
## STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

301 West Preston Street Baltimore, Maryland 21201

I, NANCY GRUENINGER OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT SAID DEPARTMENT, BY THE LAWS OF SAID STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO THE FORFEITURE OR SUSPENSION OF CORPORATE CHARTERS, OR OF CORPORATIONS TO TRANSACT BUSINESS IN THIS STATE; AND I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT AMBASSADOR APARTMENTS, INC. IS A CORPORATION DULY INCORPORATED AND EXISTING UNDER AND BY VIRTUE OF THE LAWS OF MARYLAND AND SAID CORPORATION HAS FILED ALL ANNUAL REPORTS REQUIRED, HAS NO OUTSTANDING LATE FILING PENALTIES ON THOSE REPORTS, AND HAS A RESIDENT AGENT. THEREFORE, THE CORPORATION IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING WITH THIS DEPARTMENT AND DULY AUTHORIZED TO EXERCISE ALL THE POWERS RECITED IN ITS CHARTER OR CERTIFICATE OF INCORPORATION, AND TO TRANSACT BUSINESS IN THE STATE OF MARYLAND.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 AM 8:44



IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE THIS 12TH DAY OF AUGUST, 1996.

*Nancy Grueninger*  
NANCY GRUENINGER  
ADMINISTRATIVE OFFICER