

# F96000005050

CT CORPORATION SYSTEM

200 South LaSalle Street  
Chicago, IL 60604  
Tel. 312 345 4332  
Fax 312 750 0660

September 23, 1996

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Winthrop Financial Group, Inc.  
Order #: 540455

000001960380  
-10/01/96--01024--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir/Madam:

We request your assistance in filing a qualification for the above named corporation with the Secretary of State as soon as possible.

As soon as the document is filed, please call me with confirmation of the filing. Evidence of the filing should be forwarded to my attention by regular mail.

If you have any questions regarding this filing, please call our toll-free number: 1-800-475-1212.

Very truly yours,

*Allissa Archer*  
Allissa Archer  
Associate Customer Specialist

aa

Enclosure(s)

**Special Instructions:** Enclosed please find a self-addressed stamped envelope for return of evidence upon filing. Thanks!

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP 30 PM 2:05

*mtm*

## APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION 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. Winthrop Financial Group, 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. 36-3424187  
(FEI number, if applicable)
4. September 11, 1984  
(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 617.156, F.S.))
7. 500 Technology Drive, Naperville, Illinois 60566  
(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: c/o C T Corporation System, 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.

C T Corporation System

Jeffrey H. Terry  
(Registered agent's signature) (Officer)

Jeffrey H. Terry, Asst. Secy.  
(Type Name and Title of Officer)

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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: Terry L. Kirch

Address: 500 Technology Drive

Naperville, Illinois 60566

Director: Thomas H. Heimsoth

Address: 500 Technology Drive

Naperville, Illinois 60566

B. OFFICERS

President: Terry L. Kirch

Address: 500 Technology Drive

Naperville, Illinois 60566

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

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

\_\_\_\_\_

Secretary: Thomas H. Heimsoth

Address: 500 Technology Drive

Naperville, Illinois 60566

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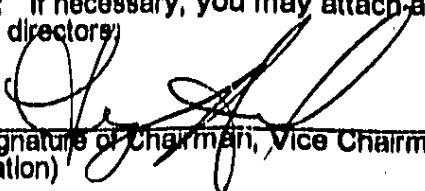
Treasurer: Terry L. Kirch

Address: 500 Technology Drive

Naperville, Illinois 60566

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. Terry L. Kirch, President

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

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

**Purpose Clause of  
Winthrop Financial Group, Inc.**

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To engage in the transaction of any or all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Illinois.

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DIVISION OF CORPORATIONS  
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File Number 5358-616-3



**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* **WINTROP FINANCIAL GROUP, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE SEPTEMBER 11, 1984, 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* 20TH SEPTEMBER 19 96 *day of* A.D., 19 96

*George H. Ryan*  
SECRETARY OF STATE

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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