



THE UNITED STATES
CORPORATION
COMPANY

98000003645

ACCOUNT NO. : 072100000032

REFERENCE : 866954 4804661

AUTHORIZATION :

COST LIMIT :

\$ ~~70.00~~

78.75 Kit

Patricia Pujat

ORDER DATE : June 23, 1998

ORDER TIME : 10:43 AM

ORDER NO. : 866954-020

200002572312--1

CUSTOMER NO: 4804661

CUSTOMER: Rita Slager, Legal Assistant
Schwartz & Freeman
Suite 1900
401 North Michigan Avenue
Chicago, IL 60611-4206

FOREIGN FILINGS

NAME: ASTON GARDENS AT PELICAN
MARSH, INC.

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: Andrew Cumper

W98-14597

SECRETARY OF STATE
TALLAHASSEE FLORIDA

98 JUN 25 PM 4:12

FILED

W

6/25

DIVISION OF CORPORATION

98 JUN 25 AM 11:18

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
98 JUN 25 PM 3:23
DIVISION OF CORPORATION

June 25, 1998

CSC
ATTN: ANDREW CUMPER

SUBJECT: ASTON GARDENS AT PELICAN MARSH, INC.
Ref. Number: W98000014597

We have received your document(s) in this office, however, a copy of the document is being returned for the following:

The entity's date of incorporation/organization must be listed in the document.

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 498A00034933

RESUBMIT
Please give original
submission date as file date.

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. ASTON GARDENS AT PELICAN MARSH, 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. Delaware

(State or country under the law of which it is incorporated)

3. Applied for

(FEI number, if applicable)

4. 6/23/98

(Date of Incorporation)

5. Perpetual

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

6. Upon filing of this application.

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 2020 Clubhouse Drive, P.O. Box 5698, Sun City Center, Florida 33571

(Current mailing address)

8. To participate in the real estate industry.

(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: Richard Hutchinson


Office Address: 2020 Clubhouse Drive, P.O. Box 5698

Sun City Center, Florida, 33571

(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)

Richard Hutchinson

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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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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: _____

Address: _____

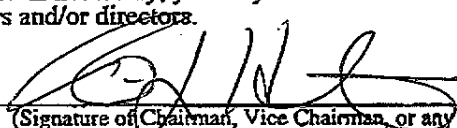
Vice Chairman: _____

Address: _____
_____Director: Alfred Hoffman, Jr.Address: 2020 Clubhouse DriveSun City Center, Florida 33571Director: Don E. AckermanAddress: 2020 Clubhouse DriveSun City Center, Florida 33571

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

President: Scott Smith & PRESIDENT/CFOAddress: 2020 Clubhouse DriveSun City Center, Florida 33571Vice President: Jim BloomquistAddress: 2020 Clubhouse DriveSun City Center, Florida 33571Secretary: Richard Hutchinson & TREASURERAddress: 2020 Clubhouse DriveSun City Center, Florida 33571~~XXXXXXXX~~ Treasurer: Jackie Bobbitt & VICE PRESIDENT/ASST. SECRETARYAddress: 2020 Clubhouse DriveSun City Center, Florida 33571

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 Hutchinson, Treasurer
(Typed or printed name and capacity of person signing application)SECRETARY OF STATE
TALLAHASSEE, FLORIDA

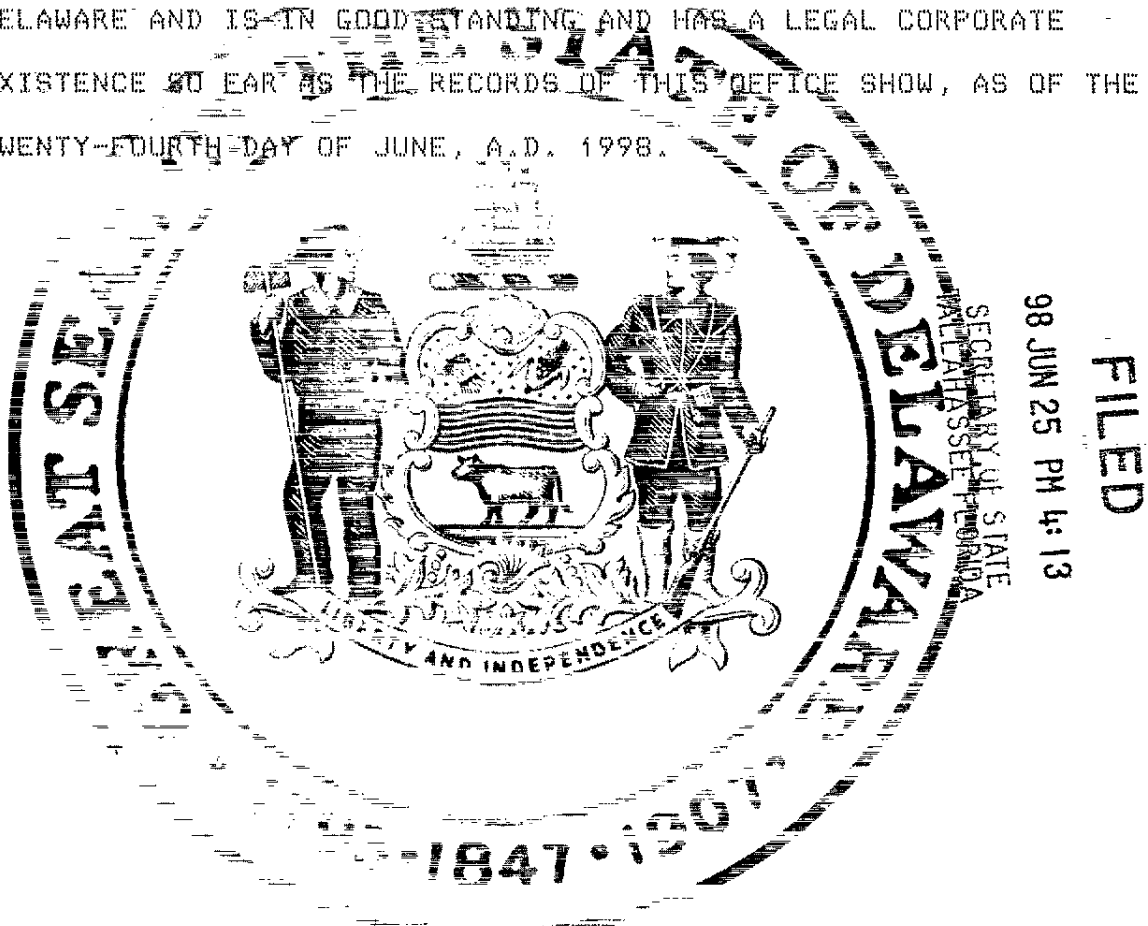
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ASTON GARDENS AT PELICAN MARSH, INC." 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 TWENTY-FOURTH DAY OF JUNE, A.D. 1998.



FILED

98 JUN 25 PM 4:13

SECRETARY OF STATE
WILMINGTON, DELAWARE



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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06-24-98