

SENT BY: RUDEN MCCLOSK

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305- Department of State: # 5

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7/24/98

FLORIDA DIVISION OF CORPORATIONS
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FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL, ACCT#: 076077000521
CONTACT: LISA A LANIUS
PHONE: (954) 761-2910 FAX #: (954) 764-4996
NAME: FLORCOR, INC.
AUDIT NUMBER.....H98000013747
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**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. FLORCOR, INC.
(Name of corporation: the word "INCORPORATED," "COMPANY," or "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. DECEMBER 18, 1997
(Date of Incorporation)
4. PERPETUAL
(Duration)
5. APPLIED FOR
(Federal Employer Identification Number, if applicable)
6. UPON FILING
(Date first transacted business in Florida. See Sections 607.1501, 607.1502, and 817.155, F.S.)
7. 7303 N. CICERO AVENUE, LINCOLNWOOD, ILLINOIS 60646
(Current mailing address)
8. To engage in any lawful business in which a corporation may engage under Florida law.
(Corporate purpose and nature of business in which it is engaged in Florida)
9. Name and Street address of Florida registered agent:

Name: NRAI SERVICES, INC.
Office Address: 526 E. PARK AVENUE
TALLAHASSEE, Florida

Zip Code: 32301

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:

Anthony J. Alexander
Anthony J. Alexander, VP, NRAI Services, Inc.

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:

A. Directors:

Chairman: _____

Address: _____
_____Director: LAWRENCE M. FREEDMANAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646Director: WILLIAM ALTERAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646Director: MICHAEL ALTERAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646

B. Officers:

President: MICHAEL ALTERAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646Vice President: RANDOLPH THOMASAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646Sec/Treas: RONALD F. SIEGELAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646

Vice President/

Ass't. Sec.: LAWRENCE M. FREEDMANAddress: 7303 NORTH CICERO AVENUE
LINCOLNWOOD, ILLINOIS 60646

(If needed, 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. RONALD SIEGEL - SECRETARY/TREASURER

(Name and capacity of person signing application)

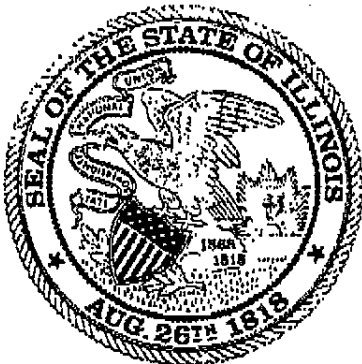
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File Number 5972-191-7

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 FLORCOR, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE DECEMBER 18, 1997, 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 hereby*
my hand and cause to be affixed the Great Seal of
the State of Illinois this 21ST
day of JULY *A.D., 19* 98

George H. Ryan
 SECRETARY OF STATE

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