

F98000005942



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 006324 4304394

AUTHORIZATION

Patricia Project

COST LIMIT : \$ 70.00

ORDER DATE : October 22, 1998

ORDER TIME : 9:48 AM

ORDER NO. : 006324-005

CUSTOMER NO: 4304394

CUSTOMER: Carrie Richards, Legal Asst
Mayer, Brown & Platt
190 South La Salle St.
31st Floor
Chicago, IL 60603

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DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: CCR WEST PALM INCORPORATED

000002671990--6

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 AM 11:20

mtm

10/26

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. CCR West Palm Incorporated
(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. October 21, 1998 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. 10 S. LaSalle St., 37th Fl.
Chicago, IL 60603
(Current mailing address)
8. Real estate investment and development.
(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: 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.

Corporation Service Company
By: Margaret A. Pike, Asst. Secretary
(Registered agent's signature)

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.

**OFFICERS AND DIRECTORS
OF
CCR WEST PALM INCORPORATED**

Officers

Mark G. Conroe	President	10 S. LaSalle St., 37th Fl., Chicago, IL 60603
Leonard Brumberg	Managing Director	10 S. LaSalle St., 37th Fl., Chicago, IL 60603
Mark Stefan	Vice President	214 Grant Ave, Ste. 325, San Francisco, CA 94108
John Wolf	Vice President	10 S. LaSalle St., 37th Fl., Chicago, IL 60603
Nancy Regan Macintish	Vice President	737 North Michigan Ave, Ste. 2050, Chicago, IL 60611
Sigurd J. Andersen	Treasurer & Secretary	10 S. LaSalle St., 37th Fl., Chicago, IL 60603

Directors

Mark G. Conroe	10 S. LaSalle St., 37th Fl., Chicago, IL 60603
Daniel McCaffery	737 North Michigan Ave, Ste. 2050, Chicago, IL 60611
Jonathan L. Smith	11 S. LaSalle St., 2nd Fl., Chicago, IL 60603

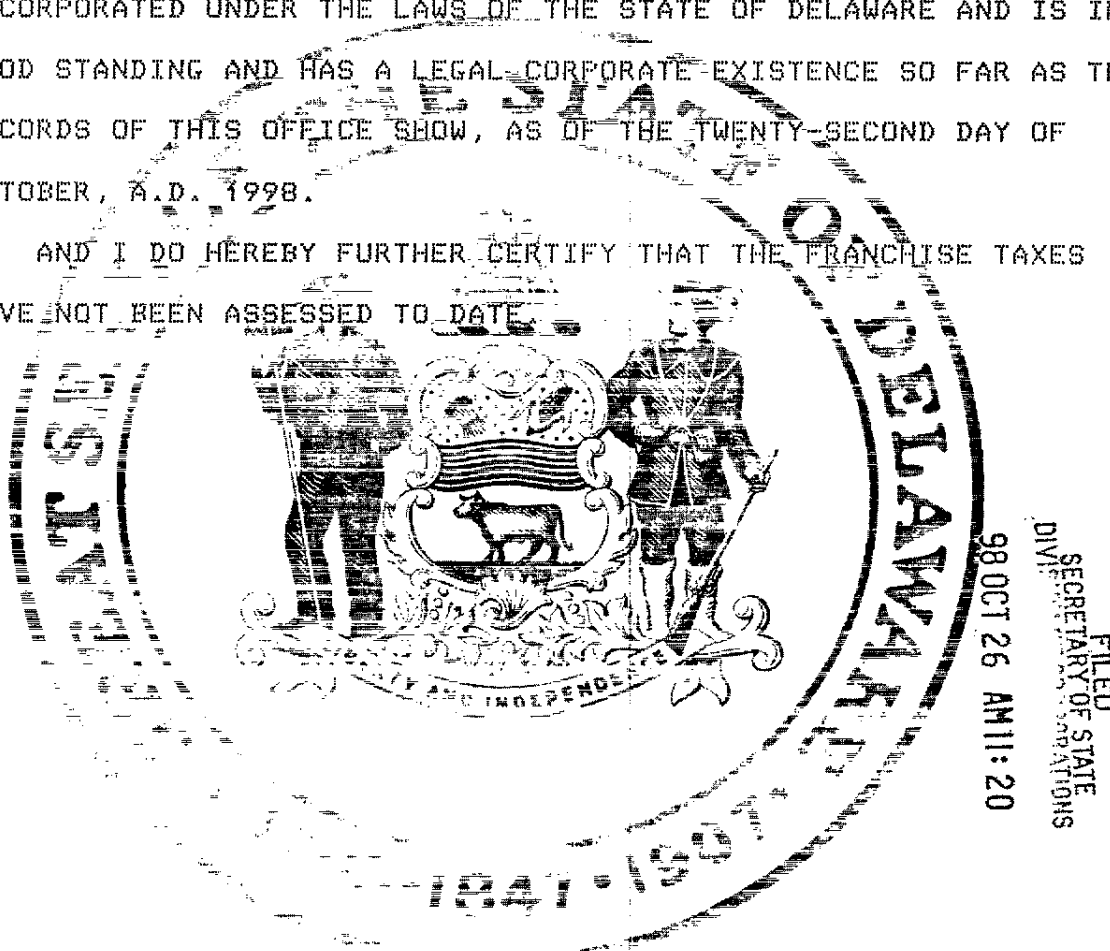
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State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CCR WEST PALM INCORPORATED" 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-SECOND DAY OF OCTOBER, A.D. 1998.

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



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 AM 11:20



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

9368074

DATE:

10-22-98