



THE UNITED STATES  
CORPORATION  
COMPANY

F980000006467

ACCOUNT NO. : 072100000032

REFERENCE : 043164 4304312

AUTHORIZATION : Patricia Pigute

COST LIMIT : \$ 70.00

ORDER DATE : November 24, 1998

ORDER TIME : 12:24 PM

ORDER NO. : 043164-005

CUSTOMER NO: 4304312

CUSTOMER: Laurie L. Ruxton, Legal Asst  
Jenner & Block  
One Ibm Plaza, Suite 3800  
330 North Wabash  
Chicago, IL 60611

800002696628--5

FOREIGN FILINGS

NAME: JRC HUNTINGTON, INC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

11/25

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 NOV 25 PM 2:07

RECEIVED  
DIVISION OF CORPORATION  
98 NOV 25 PM 1:09

**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. JRC Huntington, 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 3. Applied for  
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. October 30, 1998 5. 2050  
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. UPON FILING  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, and 817.155, F.S.))
7. 919 North Michigan Avenue, Suite 1500, Chicago, Illinois 60611

(Current mailing address)

To transact any and all lawful business for which a corporation may be organized under the Illinois Business Corporation Act of 1983, as amended. To invest in, own, manage, buy, sell, develop or otherwise dispose of and deal in real estate, or any interest therein.

8. (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: 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.*

C T CORPORATION SYSTEM

(Registered agent's signature)

Connie Bryan

**CONNIE BRYAN**

**SPECIAL ASSISTANT SECRETARY**

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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DIVISION OF CORPORATIONS  
98 NOV 25 PM 2:00

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: See Exhibit A

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

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

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

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

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

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

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

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

President: See Exhibit A

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

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

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

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

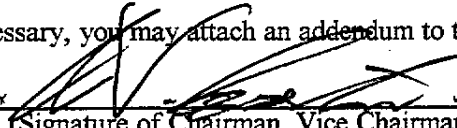
Address: \_\_\_\_\_

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

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

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**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. Andrew V. Agostini, President  
(Typed or printed name and capacity of person signing application)

**EXHIBIT A**

JRC HUNTINGTON, INC.

**Officers and Directors**

Address:

c/o Jupiter Realty Corporation  
919 N. Michigan Avenue  
Suite 1500  
Chicago, Illinois 60611

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**NAME**

**OFFICE**

Donald A. Smith

Chairman of the Board and Chief  
Executive Officer

Edward W. Ross

Vice Chairman

Andrew V. Agostini

President and Chief Operating Officer

E. Michael Pompizzi

Executive Vice President -- Finance and  
Assistant Secretary

Jerry J. Ong

Executive Vice President

J. Luzuriaga

Executive Vice President

Madeline Sebonia

Secretary

**DIRECTORS**

Andrew V. Agostini

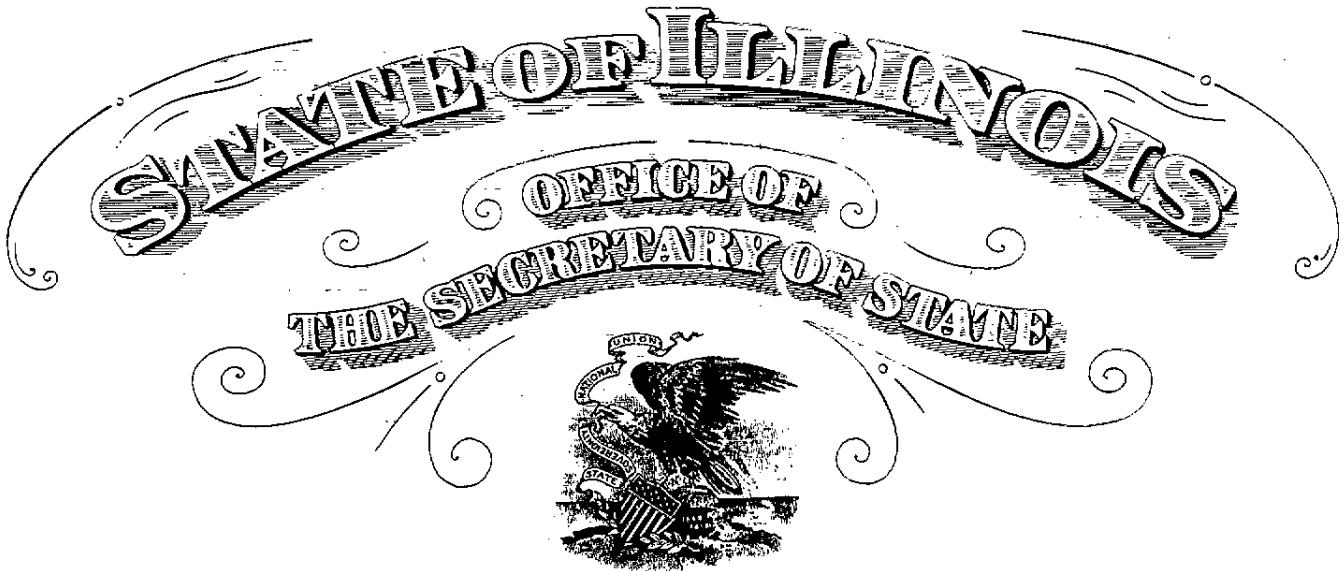
Director

Donald A. Smith

Director

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98 NOV 25 PM 2:07

File Number 6019-528-5



**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* JRC HUNTINGTON, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE OCTOBER 30, 1998, APPEARS TO HAVE COMPLIED WITH ALL THE PROVISIONS OF THE BUSINESS CORPORATION ACT OF THIS STATE RELATING TO THE PAYMENT OF FRANCHISE TAXES, AND AS OF THIS DATE, IS IN GOOD STANDING AS A DOMESTIC CORPORATION IN THE STATE OF ILLINOIS\*\*\*\*\*

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DIVISION OF CORPORATIONS  
98 NOV 25 PM 2:07



**In Testimony Whereof,** *I hereto set*  
*my hand and cause to be affixed the Great Seal of*  
*the State of Illinois this* 30TH  
*day of* OCTOBER *A.D., 19* 98

*George H Ryan*  
\_\_\_\_\_  
SECRETARY OF STATE