



THE UNITED STATES
CORPORATION
COMPANY

99000003836

ACCOUNT NO. : 072100000032

REFERENCE : 316248 4304312

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pignatelli

ORDER DATE : July 22, 1999

ORDER TIME : 10:13 AM

ORDER NO. : 316248-015

CUSTOMER NO: 4304312

800002940888--9

CUSTOMER: Laurie L. Ruxton, Legal Asst
Jenner & Block
1 Ibm Plaza
Suite 3700
Chicago, IL 60611

W99-17165

FOREIGN FILINGS

NAME: JRC MALABAR LAKES/PARK
VILLAGE, 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: Janine Lazzarini

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL 26 AM 10:46

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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W99-17165



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 26, 1999

CSC
JANINE LAZZARINI

SUBJECT: JRC MALABAR LAKES/PARK VILLAGE, INC.
Ref. Number: W99000017165

RESUBMIT
Please give original
submission date as file date.

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

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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: 199A00038034

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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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. JRC Malabar Lakes/Park Village, 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) (FBI number, if applicable)
4. July 22 , 1999 5. 2050
(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. 919 North Michigan Avenue, Suite 1500, Chicago, Illinois 60611

(Current mailing address)

8. 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.
(Purpose(s) of corporation authorized in home state or country to be carried out in 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: Pamela J. Ball
(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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

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99 JUL 26 PM 1:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

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

President: See attached officers/directors rider

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)

OFFICERS/DIRECTORS RIDER

JRC MALABAR LAKES/PARK VILLAGE, INC.

Officers and Directors

Address:

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

NAME

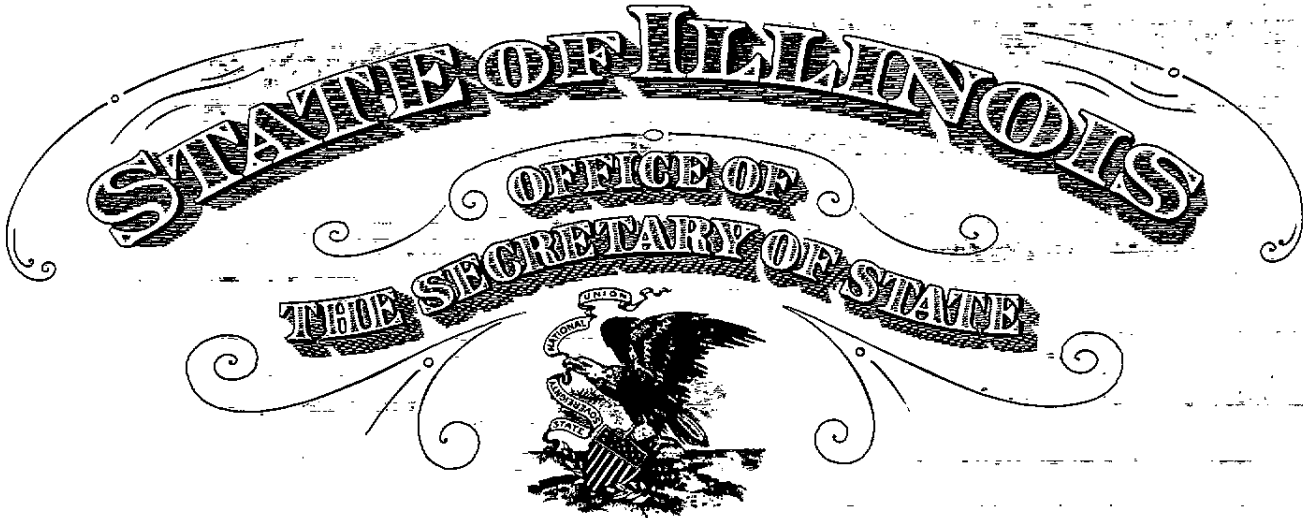
OFFICE

Donald A. Smith	Chairman of the Board
Edward W. Ross	Vice Chairman
Andrew V. Agostini	President and Chief Operating Officer
E. Michael Pompizzi	Executive Vice President and Chief Financial Officer
Jerry J. Ong	Executive Vice President
Jose Ruiz de Luzuriaga	Executive Vice President
Madeline A. Sebonia	Vice President of Business Development and Secretary
Susan M. Walters	Assistant Secretary

DIRECTORS

Andrew V. Agostini	Director
Donald A. Smith	Director

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TALLAHASSEE FLORIDA



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

JRC MALABAR LAKES/PARK VILLAGE, INC., A DOMESTIC CORPORATION, INCORPORATED UNDER THE LAWS OF THIS STATE JULY 22, 1999, 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*****

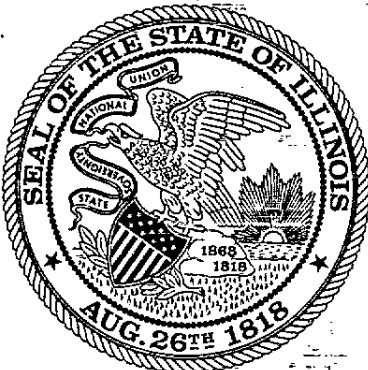
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In Testimony Whereof, I, hereto set

my hand and cause to be affixed the Great Seal of the State of Illinois, this 23RD *day of* JULY *A.D.* 1999



Jesse White

SECRETARY OF STATE