Document Number Only F99000005746

C T CORPORATION SYSTEM
Requestor's Name
660 East Jefferson Street
Address
Tallahassee, FL 32301 (850)222-1092
City State Zip Phone

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-11/05/99--01068--023
*****26.25 *****26.25

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-11/05/99--01068--022
*****70.00 *****70.00

CORPORATION(S) NAME

AERC Windsor Pines, Inc.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -5 PM 3:04

5

( ) Profit
( ) NonProfit
( ) Limited Liability Company
(✓) Foreign Qualification

( ) Amendment
( ) Dissolution/Withdrawal

( ) Merger
( ) Mark

( ) Limited Partnership
( ) Reinstatement
( ) Limited Liability Partnership
(✓) Certified Copy (1)

( ) Annual Report
( ) Reservation
( ) Photo Copies

( ) Other
( ) Change of R.A.
( ) Fictitious Name
(✓) CUS (2)

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(●) Walk In
( ) Mail Out

( ) Call if Problem
( ) Will Wait

( ) After 4:30
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THANKS
LAURA EARNEST

BL 11/5/99

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.

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1. AERC Windsor Pines, 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. October 29, 1999
(Date of incorporation)

5. Perpetual
(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. 5025 Swetland Court
Richmond Heights, Ohio 44143
(Current mailing address)

8. To own real estate.
(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: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324
(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)
Gil S. Apelis, Asst. 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.

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: Please see attached sheet.

Address:

Vice Chairman:

Address:

Director

Address:

Director

Address:

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

President: Please see attached sheet.

Address:

Vice President:

Address:

Secretary:

Address:

Secretary:

Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. M A Fishman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Martin A. Fishman, Vice President
(Typed or printed name and capacity of person signing application)

OFFICERS

President	Jeffrey I. Friedman	5025 Swetland Court Richmond Heights, Ohio 44143
Vice President	Martin A. Fishman	5025 Swetland Court Richmond Heights, Ohio 44143
Vice President and Chief Financial Officer	Kathleen L. Gutin	5025 Swetland Court Richmond Heights, Ohio 44143
Vice President of Finance	Gregory L. Golz	5025 Swetland Court Richmond Heights, Ohio 44143
Vice President of Operations	Louis E. Vogt	5025 Swetland Court Richmond Heights, Ohio 44143
Treasurer	Kathleen L. Gutin	5025 Swetland Court Richmond Heights, Ohio 44143
Secretary	Martin A. Fishman	5025 Swetland Court Richmond Heights, Ohio 44143

DIRECTORS

Martin A. Fishman	5025 Swetland Court Richmond Heights, Ohio 44143
Gregory L. Golz	5025 Swetland Court Richmond Heights, Ohio 44143
Gary A. Zdolshek	5025 Swetland Court Richmond Heights, Ohio 44143

State of Delaware
Office of the Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV -5 PM 3: 04

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AERC WINDSOR PINES, 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 FIRST DAY OF NOVEMBER, A.D. 1999.

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

Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0055927

DATE: 11-01-99