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ACCOUNT NO. : 072100000032
REFERENCE : 606346 4304492
AUTHORIZATION : Patricia Pajot
COST LIMIT : \$ 125.00

ORDER DATE : February 29, 2000
ORDER TIME : 10:39 AM
ORDER NO. : 606346-005 100003154421--5
CUSTOMER NO: 4304492
CUSTOMER: Christine A. Kohn, Legal Asst
Piper Marbury Rudnick & Wolfe
Suite 1800
203 North Lasalle Street
Chicago, IL 60601

FOREIGN FILINGS

NAME: CENTERGATE RESIDENTIAL,
LLC

WCC-5690
SPW

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

RECEIVED
00 MAR -2 AM 11:25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAR -2 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2/3/7



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 2, 2000

JANINE LAZZARINI
CSC

SUBJECT: CENTERGATE RESIDENTIAL, LLC
Ref. Number: W00000005690

RESUBMIT
Please give original
submission date as file date.

We have received your document for CENTERGATE RESIDENTIAL, LLC, and the authorization to debit your account in the amount of \$125.00. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 100A00011626

RECEIVED
00 MAR -6 PM 3:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
00 MAR -2 PM 8:55
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. CENTERGATE RESIDENTIAL, L.L.C.
(Name of foreign limited liability company)
2. DELAWARE 3. 36-4169538
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 11-25-98 5. 12-31-2048
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. UPON QUALIFICATION IN FLORIDA 1/4/99 (QUALIFICATION WITHDRAWN IN ERROR 2/15/00)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 200 WEST MADISON STREET, SUITE 3700
CHICAGO, IL 60606
(Street address of principal office)

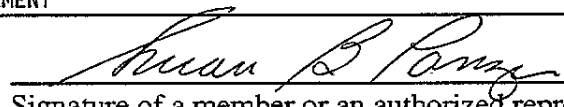
8. If limited liability company is a manager-managed company, check here ☒
9. The usual business addresses of the managing members or managers are as follows:

PRITZKER RESIDENTIAL EQUITIES, L.P. 200 WEST MADISON STREET, SUITE 3700, CHICAGO, IL 60606

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____

REAL ESTATE MANAGEMENT


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Susan B. Panzer, Vice President

Typed or printed name of signee

FILED
00 MAR -2 AM 8:55
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: Laura R. Dunlap

Dated: March 2, 2000

Laura R. Dunlap
as its agent

HBD/jlz

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00 MAR -2 AM 8:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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 "CENTERGATE RESIDENTIAL, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CENTERGATE RESIDENTIAL, L.L.C." WAS FORMED ON THE FOURTEENTH DAY OF DECEMBER, A.D. 1998.

FILED
00 MAR -2 AM 8:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA



Edward J. Freel

Edward J. Freel, Secretary of State

2978866 8300

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AUTHENTICATION: 0286531
DATE: 02-29-00