

MD00000002491

Document Number Only

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

DATE: 12/6

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-12/06/00--01055--013
****125.00 ****125.00

Corporation(s) Name

Prime Residential, LLC

☐ Profit
☐ Nonprofit

☐ Amendment

☐ Merger

☒ Foreign
☒ LLC

☐ Dissolution
☐ Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy ☐ Photocopies
☐ arts/ameds/mergers ☐ Other-See Above

☒ Walk in

☒ Pick-up

☐ Will Wait

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield

Thank You!

12-06

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

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

1. Prime Residential, L.L.C.
(Name of foreign limited liability company)
2. Indiana 3. 36-4287271
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. April 13, 1999 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. December, 2000
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 77 West Wacker Drive, Suite 4200, Chicago, IL 60601
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☒

9. The name and usual business addresses of the managing members or managers are as follows:

See attached document entitled, "Number 9"

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: Managing and
operating multifamily residential communities and other real estate developments.

Charles R. Hall, Jr., VP
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.)

Charles R. Hall, Jr.
Typed or printed name of signee

00 DEC -6 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED

NUMBER 9

<u>Members</u>	<u>Addresses</u>
Michael W. Reschke	77 West Wacker Drive, Suite 4200 Chicago, IL 60601
Gary J. Skoien	77 West Wacker Drive, Suite 4200 Chicago, IL 60601
Richard F. Cavanaugh	77 West Wacker Drive, Suite 4200 Chicago, IL 60601
John M. Peterman	1000 E. 80 th Place, Suite 700 Merrillville, IN 46410
Dennis E. Kackos	1000 E. 80 th Place, Suite 700 Merrillville, IN 46410
Craig A. White	1000 E. 80 th Place, Suite 700 Merrillville, IN 46410

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APPROVED
AND
FILED
00 DEC -6 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Prime Residential, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

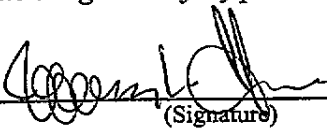
Plantation

FL

33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..


(Signature)

Jeffrey R. Graves
Assistant Secretary

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

APPROVED
AND
FILED
00 DEC -6 PM 2:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE
CERTIFICATE OF EXISTENCE**

To Whom These Presents Come, Greeting:

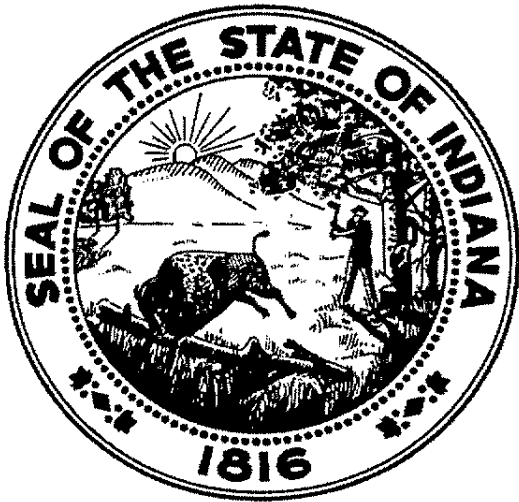
I, SUE ANNE GILROY, Secretary of State of Indiana, do hereby certify that I am, by virtue of the laws of the State of Indiana, the custodian of the corporate records and the proper official to execute this certificate.

I further certify that records of this office disclose that

PRIME RESIDENTIAL, L.L.C.

duly filed the requisite documents to commence business activities under the laws of the State of Indiana on April 13, 1999, and was in existence or authorized to transact business in the State of Indiana on November 13, 2000.

I further certify this Domestic Limited Liability Company (LLC) has filed its most recent report required by Indiana law with the Secretary of State, or is not yet required to file such report, and that no notice of withdrawal, dissolution or expiration has been filed or taken place.



In Witness Whereof, I have hereunto set my hand and affixed the seal of the State of Indiana, at the City of Indianapolis, this Thirteenth Day of November, 2000.

Sue Anne Gilroy

SUE ANNE GILROY, Secretary of State

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SECRETARY OF STATE
MAIL ROOM
00 DEC -6 PM 2:
APPROVED
AND
FILED