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From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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FOREIGN LIMITED LIABILITY COMPANY

Florida Magic Vacation Homes, LLC

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|-----------------------|----------|
| Certificate of Status | 0 |
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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN 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. FLORIDA MAGIC VACATION HOMES, LLC (Name of foreign limited liability company)

2. Illinois (Jurisdiction under the law of which foreign limited liability company is organized) 3. (FEI number, if applicable)

4. November 20, 2003 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. April 22, 2004 (Date first transacted business in Florida. (Sec sections 608.501, 608.502, and 817.155, F.S.))

7. 308 W. Randolph Street, Chicago, IL 60606 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [X]

9. The name and usual business addresses of the managing members or managers are as follows: Randolph Partners, L.P., 308 W. Randolph Street, Suite 400, Chicago, IL 60606

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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

Patrick J. Elder

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.)

Patrick J. Elder, Authorized Representative Typed or printed name of signee

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:

FLORIDA MAGIC VACATION HOMES, LLC

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

CT CORPORATION SYSTEM

(Name)

1200 S. Pine Island Rd.

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

Plantation

FL

33324

(City/State/Zip)

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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.



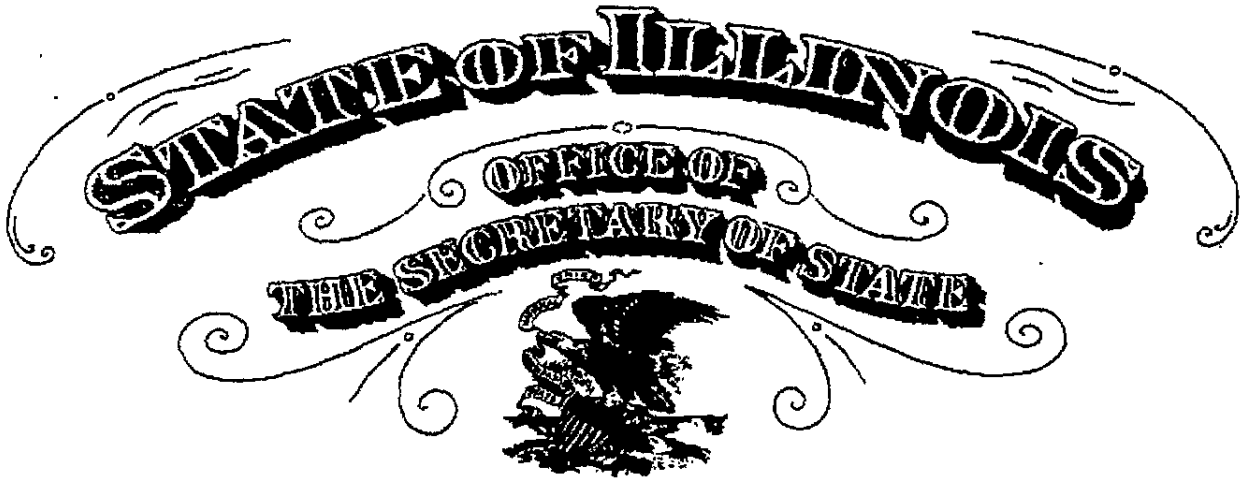
(Signature)

Christine M. Eastwine
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)

File Number

0105444-9



To all to whom these Presents Shall Come, Greeting:

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

FLORIDA MAGIC VACATION HOMES, LLC,
 HAVING ORGANIZED IN THE STATE OF ILLINOIS ON NOVEMBER 21, 2003,
 APPEARS TO HAVE COMPLIED WITH ALL PROVISIONS OF THE LIMITED
 LIABILITY COMPANY ACT OF THIS STATE RELATING TO THE FILING
 OF THE ARTICLES AND PAYMENT, AND IS ORGANIZED TO TRANSACT
 BUSINESS IN THE STATE OF ILLINOIS.

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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 APRIL A.D. 2004

Jesse White

SECRETARY OF STATE