

m97000000002

FISHMAN & MERRICK, P.C.

30 NORTH LA SALLE STREET
SUITE 3500
CHICAGO, ILLINOIS 60602

(312) 728-1224

FACSIMILE (312) 728-2849
TELEX 728386 HQ LOOP CGO

THE TRADERS BUILDING
401 S. LA SALLE STREET
SUITE 1302
CHICAGO, ILLINOIS 60605
(312) 786-6100

FACSIMILE (312) 786-6111

November 27, 1996

Florida Department of State
Corporation Division
P.O. Box 6327
Tallahassee, FL 32314

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-12/03/96--01081--001
*****113.75 *****113.75

700002017817--7
-12/03/96--01081--002
*****52.50 *****52.50

Re: Paige & Associates, L.L.C. ("PAL"); Application
by Foreign LLC to Transact Business in Florida

Dear Sir/Madam:

In connection with PAL's application to transact business in
the State of Florida, enclosed please find the following:

1. Application by Foreign Limited Liability Company for
Authorization to Transact Business in Florida;
2. PAL's Certificate of Good Standing, issued by the
Illinois Secretary of State on October 23, 1996;
3. Affidavit of Membership and Contributions of Foreign
Limited Liability Company;
4. Certificate of Designation of Registered
Agent/Office; and
5. Three checks, each made payable to the "Florida
Department of State," in the amounts of \$113.75 (fee for
filing application and obtaining certified copy of application
and certificate of status), \$52.50 (fee for filing affidavit)
and \$35.00 (fee for filing designation).

Please return the certified copy of the application, the
certificate of status and the letter of acknowledgment of filing to
my attention.

Name Availability	
Document Examiner	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

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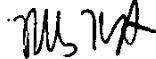
w96000025842

FISHMAN & MERRICK, P.C.,

Florida Department of State
Corporation Division
November 27, 1996
Page Two

Contact me if there are any questions regarding this matter.

Sincerely,



Philip Kantzler, Paralegal
for FISHMAN & MERRICK, P.C.

PK/db
Enclosures
2025/00437/0db4294

cc: John D. Mull
Gerald M. Miller, Esq.

FISHMAN & MERRICK, P.C.

30 NORTH LA SALLE STREET
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CHICAGO, ILLINOIS 60602

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401 S. LA SALLE STREET
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CHICAGO, ILLINOIS 60606
(312) 786-6100

FACSIMILE (312) 786-6111

December 30, 1996

Diane Cushing
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Paige & Associates, L.L.C. - Reference Number W96000025842

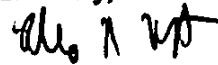
Dear Ms. Cushing:

In accordance with your correspondence dated December 10, 1996 (copy enclosed for your reference), enclosed please find an originally executed Certificate of Designation of Registered Agent/Office and an originally executed Affidavit of Membership and Contributions of Foreign Limited Liability Company submitted on behalf of the above-referenced entity in connection with its application to conduct business in the State of Florida.

Please complete the filing process and return to me a certified copy of the application, the certificate of status, and the letter of acknowledgment of filing as proof of filing as requested in my cover letter dated November 27, 1996 (copy enclosed).

Contact me if there are any questions regarding this matter.

Sincerely,



Philip R. Kantzler, Paralegal
for Fishman & Merrick, P.C.

Enclosures
2525/96437 prk2055

cc: John D. Mull
Gerald M. Miller, Esq.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1996

PHILIP KANTZLER
FISHMAN & MERRICK, P.C.
30 NORTH LA SALLE STREET, SUITE 3500
CHICAGO, IL 60602

SUBJECT: PAIGE & ASSOCIATES, L.L.C.
Ref. Number: W96000025842

We have received your document for **PAIGE & ASSOCIATES, L.L.C.** and your check(s) totaling \$201.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

We must have original signatures on the affidavit page and the registered agents page.

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 (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 696A00055104

**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. Paige & Associates, L.L.C.
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)
2. Illinois 3. 65-0701924
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. October 15, 1996 5. December 31, 2030
(Date of Organization) (Duration: Year limited liability company will
cease to exist or "perpetual")
6. November 18, 1996
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.01, F.S.))
7. 1515 North Federal Highway, Suite 211
Boca Raton, Florida 33432
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who
will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>John D. Mull</u>	<u>MGRM</u>	<u>Paige & Associates Corp.</u>	<u>MGRM</u>
<u>19 South LaSalle Street</u>		<u>(a Florida corporation)</u>	
<u>15th floor</u>		<u>1515 North Federal Highway</u>	
<u>Chicago, IL 60603</u>		<u>Suite 211</u>	
		<u>Boca Raton, Florida 33432</u>	

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97-02-AM-31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of Paige & Associates,
L.L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 1,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s)
\$ 1,000.00. This total includes amounts from 2 and 3 above.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John D. Mull

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

John D. Mull, Member

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Paige & Associates, L.L.C.

2. The name and address of the registered agent and office is:

Paige Associates Corp. (a Florida corporation)
(Name)
1515 North Federal Highway, Suite 211
(P.O. Box not acceptable)
Boca Raton, Florida 33432
(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

By: John D. Mull
John D. Mull, (Signature) Member

November 18, 1996
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

File Number 0008709-2



To all to whom these Presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,
do hereby certify that

PAIGE & ASSOCIATES, L.L.C.,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON OCTOBER 15, 1996,
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.

FILED
JAN - 2 AM 10:31
SECRETARY OF STATE
SPRINGFIELD
ILLINOIS



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 OCTOBER A.D., 19 96

George H. Ryan

SECRETARY OF STATE