

19980000000002



ACCOUNT NO. : 072100000032

REFERENCE : 084304 4304492

AUTHORIZATION : Patricia Pritzker

COST LIMIT : \$ 285.00

ORDER DATE : December 30, 1998

ORDER TIME : 10:36 AM

ORDER NO. : 084304-005

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CUSTOMER NO: 4304492

CUSTOMER: Ruth Cordes, Legal Assistant
Rudnick & Wolfe Law Offices
Suite 1800
203 North Lasalle Street
Chicago, IL 60601

RECEIVED
DEC 31 AM 11:29
DIVISION OF CORPORATIONS

FOREIGN FILINGS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 AM 9:03

NAME: PRITZKER RESIDENTIAL, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Angie Glisar

Name	
Availability	<i>MAH</i>
Document Examiner	<i>MAH</i>
Updater	<i>MAH</i>
Underwriter	<i>MAH</i>
Verifier	<i>MAH</i>
Acknowledger	<i>MAH</i>
Notary P. Verifier	<i>MAH</i>

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 "PRITZKER 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-FIFTH DAY OF NOVEMBER, A.D. 1998.



Edward J. Freel

Edward J. Freel, Secretary of State

2970928 8300

981453735

AUTHENTICATION:

9425482

DATE:

11-25-98

**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:

Pritzker Residential, L.L.C.

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

Corporation Service Company
(Name)

1201 Hays Street

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

Tallahassee

FL

32301

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.

Mia D. Wintersmith

(Signature)

Mia Wintersmith - Assistant Secretary

Filing Fee: \$ 35 for Designation of Registered Agent

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

The undersigned member or authorized representative of a member of Pritzker
Residential, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 0;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 500,000.
(This total includes amounts from 2 and 3 above.)

PRITZKER RESIDENTIAL EQUITIES, L.P., Sole Member
By: PRE GP, Inc., its General Partner

By: 

Signature of a member or an 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.)

Robbin Cohen, Vice President

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit