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ACCOUNT NO. : 072100000032

REFERENCE :

084304

4304492

AUTHORIZATION

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COST LIMIT : \$ 285.00 ...

ORDER DATE: December 30, 1998

ORDER TIME : 10:36 AM

ORDER NO. : 084304-005

600002727776--7

CUSTOMER NO:

4304492

CUSTOMER: Ruth Cordes, Legal Assistant

Rudnick & Wolfe Law Offices

Suite 1800

203 North Lasalle Street

Chicago, IL 60601

FOREIGN FILINGS

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

Document Examiner

Updater

u daler Nerdyar

Acknowledger

· ... P. Verifyer

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

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

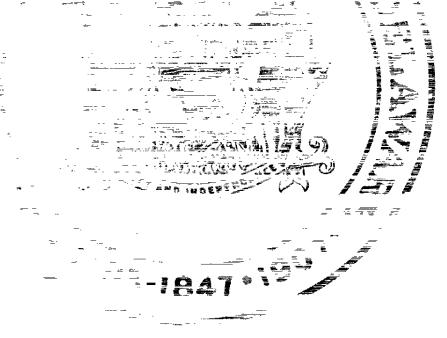
Delaware	3.	36-4169538	
tion under the law of which foreign y is organized)	limited liability	(FEI number, if applic	able)
11-25-98	5.	12-31-2048	
(Date of Organization)		· (Duration: Year limited liability con exist or "perpetual")	npany will cease t
Upon Qualification			
(Date first transacted busines	ss in Florida. (See s	sections 608.501, 608.502, and 817.155	5, F.S.)
200 West Madison Street, Sui	te 3700, Chicago	, IL 60606	
		ng member[MGRM] or manager	
nage the foreign limited liabili	ity company in I	Florida: (attach additional page if	necessary)
nage the foreign limited liabili NAME & ADDRESS: Pritzker Residential	ity company in I	Florida: (attach additional page if	necessary)
nage the foreign limited liabili NAME & ADDRESS: Pritzker Residential Equities, L.P.	ity company in I	Florida: (attach additional page if	necessary)
nage the foreign limited liabili NAME & ADDRESS: Pritzker Residential Equities, L.P. 200 West Madison St.	ity company in I	Florida: (attach additional page if	necessary)
NAME & ADDRESS: Pritzker Residential Equities, L.P. 200 West Madison St. Suite 3700	ity company in I	Florida: (attach additional page if	necessary)
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nage the foreign limited liabili NAME & ADDRESS: Pritzker Residential Equities, L.P. 200 West Madison St. Suite 3700	ity company in I	Florida: (attach additional page if	necessary) TITLE:

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

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, Secretary of State

AUTHENTICATION:

9425482

DATE:

11-25-98

2970928 8300

981453735

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:

accept the obligations of my position as registered agent.

(Signature)
Mia Wintersmith - Assistant Secretary

	Corporation Service Company
	(Name)
	1201 Hays Street
	Florida street address (P.O. Box NOT ACCEPTABLE):
	Tallahassee FL 32301
•	City/State/Zip

Filing Fee: \$ 35 for Designation of Registered Agent

statutes relating to the proper and complete performance of my duties, and I am familiar with and

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

Residential, L.L.C	
2) the total amount of cash contributed by the member(s) is 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 (This total includes amounts from 2 and 3 above.) PRITZKER RESIDENTIAL EQUITIES, L.P., Sole Member By: PRE GP, Inc., its General Partner By: M. M. Signature of a member or an authorized representative of a member.	
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 (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.	
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By: PRE GP, Inc., its General Partner By: Signature of a member or an authorized representative of a member.	<u>00,000</u> .
(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	

Filing Fee: \$250.00 for Application and Affidavit