

m99000000839



ACCOUNT NO. : 072100000032

REFERENCE : 260070 4320916

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 337.50

ORDER DATE : June 2, 1999

ORDER TIME : 10:10 AM

ORDER NO. : 260070-015

500002896345--7

CUSTOMER NO: 4320916

CUSTOMER: Ms. Jessie A. Clarke
Dorsey & Whitney L.l.p.
250 Park Avenue, Suite 1500

New York, NY 10177

FOREIGN FILINGS

NAME: INTERNATIONAL TRADING
MANAGEMENT LLC

FILE FIRST****

QUALIFICATION (TYPE: LL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUN -7 PM 12:00

FILED

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	XX
Availability	XX
Document	PLAIN STAMPED COPY
Examiner	DCC CERTIFICATE OF GOOD STANDING
Updater	DCC
Updater	CONTACT PERSON: Angie Glisar
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

m99000000839

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. International Trading Management LLC
(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.)
2. Illinois 3. 36-4179103
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 15, 1997 5. December 21, 2047
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. Will commence upon filing of this application
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. Two Northfield Plaza, Suite 2, Northfield, IL 60093
(Street address of principal office)

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TALLAHASSEE, FLORIDA

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>Dr. David Schimel</u>	<u>Manager</u>	<u>Robert F. Dolan, Jr.</u>	<u>Managing</u>
<u>c/o The Company</u>	<u>100% Owner</u>	<u>c/o The Company</u>	<u>Director</u>
<u>II Northfield Plaza, Ste. 2</u>		<u>II Northfield Plaza, Ste. 2</u>	
<u>Northfield, Illinois 60093</u>		<u>Northfield, Illinois 60093</u>	
<u>Karen Weprin</u>	<u>Vice</u>		
<u>c/o The Company</u>	<u>President</u>		
<u>II Northfield Plaza, Ste. 2</u>			
<u>Northfield, Illinois 60093</u>			

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.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The member or authorized representative of a member of International
Trading Management LLC 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 \$ 467,000;
- 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.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 467,000;
(This total includes amounts from 2 and 3 above.)

Robert F. Dolan Jr. MANAGING DIRECTOR
Signature of a member or an authorized representative of a member.
(In accordance with section 608.108(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

ROBERT F. DOLAN JR

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JUN - 7 PM 12:00

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**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:

International Trading Management LLC

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

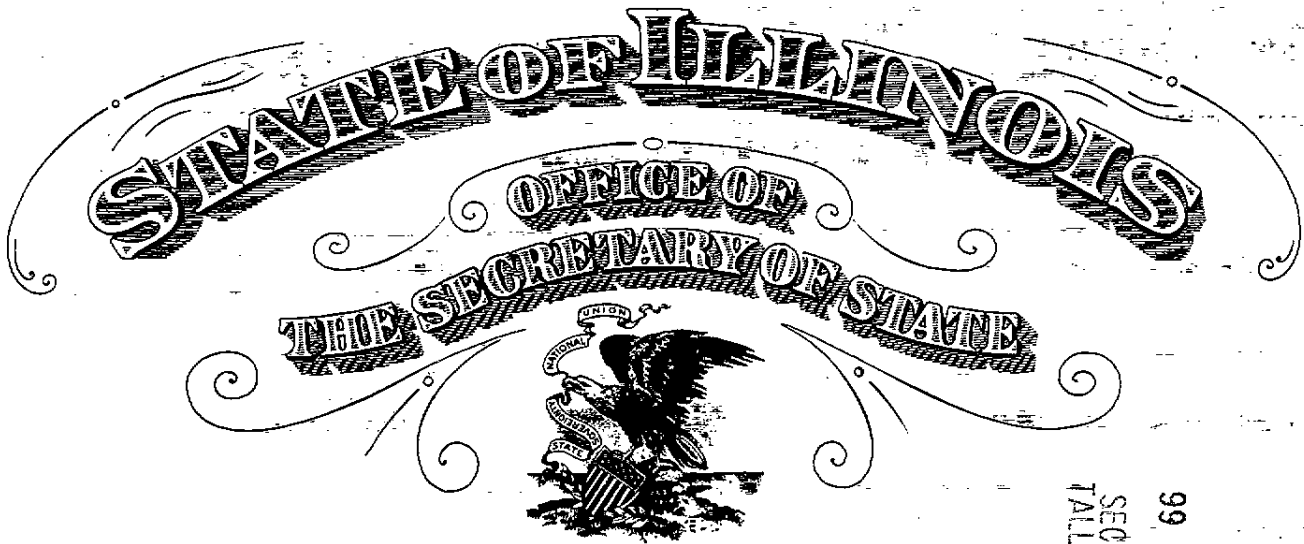
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TALLAHASSEE, FLORIDA

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: Laura P. Duff
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

File Number 0013229-2



To all to whom these Presents Shall Come, Greeting:

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

INTERNATIONAL TRADING MANAGEMENT, L.L.C.,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON AUGUST 15, 1997,
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.

In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 3RD
day of JUNE A.D. 1999



Jesse White

SECRETARY OF STATE