

M99000001611
Partnership of Professional
Corporations

STRAUSS & MALK
Attorneys at Law

Chicago Phone
(712) 441-1900

Arnold B. Malk, Ltd.
Benton C. Strauss, Ltd.
Joyce A. Levy, Ltd.
Kenneth A. Kosky
Arlyn G. Miller
Michael Strauss
Lisa Metz Kaseff*

104 Wilnot Road Suite 350
Deerfield, Illinois 60015
(847) 374-8800
FAX (847) 374-1110

Barbara S. Miller
Of Counsel

*Admitted in Connecticut, New York,
and District of Columbia only

September 8, 1999

Florida Secretary of State
Division of Corporations
Foreign Qualifications Department
Post Office Box 6327
Tallahassee, FL 32314

800002985368--8
-09/13/99-01109-005
****285.00 ****285.00

Re: Trophy Properties, L.L.C.

Dear Madam:

Enclosed for filing upon your receipt are the following documents, in duplicate, for the above-referenced Illinois limited liability company, together with our check in the amount of \$285 to cover the fees:

1. Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida; and
2. Affidavit of Membership and Contributions of Foreign Limited Liability Company.

Please file the above documents and return the filed documents to us in the enclosed, postage-paid, return envelope.

If you have any questions, do not hesitate to call us. Thank you for your prompt attention to this matter.

Very truly yours,

STRAUSS & MALK

Lony Brazda
Lony Brazda
Legal Assistant

lb/

Enclosures

cc: Daniel M. Cecil
Benton C. Strauss

w99-21531
m99-1611

799
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP 13 AM 8:40

FILED

WL
10/12



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 20, 1999

LONY BRAZDA
STRAUSS & MALK
104 WILMOT ROAD SUITE 350
DEERFIELD, IL 60015

SUBJECT: TROPHY PROPERTIES, L.L.C.
Ref. Number: W99000021531

We have received your document for TROPHY PROPERTIES, L.L.C. and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 799A00045928

Partnership of Professional
Corporations

Arnold B. Malk, Ltd.
Benton C. Strauss, Ltd.
Joyce A. Levy, Ltd.
Kenneth A. Kosky
Arlyn G. Miller
Michael Strauss
Lisa Metz Kaseff*

STRAUSS & MALK

Attorneys at Law

104 Wilnot Road Suite 350
Deerfield, Illinois 60015
(847) 374-8800
FAX (847) 374-1110

Chicago Phone
(312) 441-0900

Barbara S. Miller
Of Counsel

*Admitted in Connecticut, New York,
and District of Columbia only

October 4, 1999

Florida Secretary of State
Division of Corporations
Foreign Qualifications Department
Post Office Box 6327
Tallahassee, FL 32314

Re: Trophy Properties, L.L.C.

Dear Madam:

Enclosed per your request are the following documents for the above-referenced Illinois limited liability company:

1. Illinois Certificate of Good Standing; and
2. Copy of your letter dated September 20, 1999.

Please file the qualification to do business in Florida which was previously sent to you together with a check in the amount of \$285 and return the filed document to us.

If you have any questions, do not hesitate to call us. Thank you for your prompt attention to this matter.

Very truly yours,

STRAUSS & MALK


Lony Brazda
Legal Assistant

lb/

Enclosures

cc: Daniel M. Cecil
Benton C. Strauss

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. Trophy Properties, 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.)
2. Illinois
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 36-4309904
(FEI number, if applicable)
4. July 7, 1999
(Date of Organization)
5. 12/31/2039
(Duration: Year limited liability company will cease to exist or "perpetual")
6. September 01, 1999
(Date first transacted business in Florida.)
7. P.O. Box 2084
Ft. Lauderdale, FL 33303-2084
(Street address of principal office)
8. Daniel Cecil
(Name of the registered agent of foreign limited liability company)
9. 308 Hendricks Isle, Apt. 3
Ft. Lauderdale, FL 33301
(Florida registered office address)
10. Name(s), title, and business address(es) of managing member(s) [MGRM] or manager(s) [MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)
- FILED
99 SEP 13 AM 8:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Daniel Cecil, MGRM

308 Hendricks Isle, Apt. 3

Ft. Lauderdale, FL 33301

Return to:

Lony Brazda

STRAUSS & MALK

104 WILMOT ROAD, SUITE 350
DEERFIELD, ILLINOIS 60015

(FLA. - LLC 3289 - 8/2/94)

FILED
99 SEP 13 AM 8:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

September 01, 1999

(Date)

Daniel M. Cecil
(Signature of a Member or Authorized
Representative of a member)

Daniel Cecil, Member

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated foreign limited liability company at the place designated in this certificate pursuant to the provisions of section 608.507, Florida Statutes, 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: Daniel M. Cecil
(Signature)

September 01, 1999

(Date)

Daniel Cecil

(Type Name of Officer)

Member

(Title of Officer)

FILED
99 SEP 13 AM 8:40
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 _____
Trophy Properties, 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 \$ 1,000.00 ;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ Ø ;
(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 \$ 1,000.00 ;
(This total includes amounts from 2 and 3 above.)

Daniel M. Cecil

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.)

Daniel M. Cecil

Typed or printed name of signee

FILED
99 SEP 13 AM 8:40
SECRETARY OF STATE
TALLAHASSEE FLORIDA

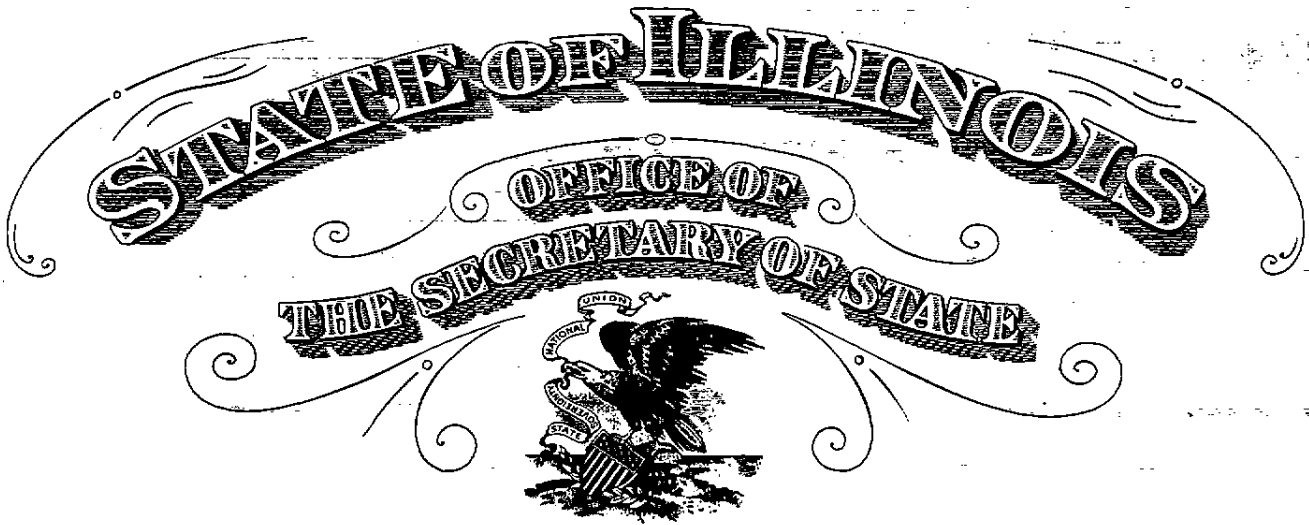
Filing Fee: \$250.00 for Application and Affidavit

Return to;

Lony Brazda

STRAUSS & MALK
ATTORNEYS AT LAW
104 WILMOT ROAD, SUITE 350
DEERFIELD, ILLINOIS 60015

File Number 0030190-6



To all to whom these Presents Shall Come, Greeting:

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

TROPHY PROPERTIES, L.L.C.,
HAVING ORGANIZED IN THE STATE OF ILLINOIS ON JULY 07, 1999,
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

SEP 13 AM 8:40
SECRETARY OF STATE
TAMM HALL
SPRINGFIELD, ILLINOIS

*In Testimony Whereof, I, hereto set
my hand and cause to be affixed the Great Seal of
the State of Illinois, this 29TH
day of SEPTEMBER A.D. 1999*



Jesse White

SECRETARY OF STATE