



LC0004114

Eugene "Gene" Moore Fee: \$34.50
Cook County Recorder of Deeds
Date: 05/19/2003 11:40 AM Pg: 1 of 6
Secretary of State

Form **LLC-45.5**
January 1999

Illinois
Limited Liability Company Act
Application for Admission to Transact Business

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 359, Howlett Building
Springfield, IL 62756
http://www.sos.state.il.us

Payment must be made by certified check, cashier's check, Illinois attorney's C.P.A.'s check or money order, payable to "Secretary of State."

Submit in Duplicate

Must be typewritten

This space for use by Secretary of State

Date 02-11-2002
Assigned File # 0066294-1
Filing Fee \$ 400
Penalty \$ 0
Approved: TB

FILED

FEB 11 2002

JESSE WHITE
SECRETARY OF STATE

PAID

FEB 11 2002

1. Limited Liability Company name: GEISHA LLC
(Must comply with Section 1-10 of ILLCA or article 2 below applies.)

2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is: _____
(If applicable, a form LLC-1.20, Application to Adopt an Assumed Name, is required to be completed and attached to this application.)

3. Federal Employer Identification Number (F.E.I.N.): 04-3588983

4. Jurisdiction of Organization: Delaware

5. Date of Organization: December 19, 2001

6. Period of Duration: --perpetual--
(See #14 on back)

7. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable): c/o CT Corporation System

1209 Orange Street
(Number) (Street) (Suite)
Wilmington, Delaware 19801
(City/State) (ZIP Code) (County)
New Castle

8. Registered agent: Lester Burgher
(First Name) (Middle Name) (Last Name)

Registered Office: 937 North Rush Street
(Number) (Street) (Suite #)

(P.O. Box or c/o Chicago Cook Illinois 60611
are unacceptable) (City) (County) (ZIP Code)

9. The date on which this foreign LLC first did business in Illinois: --upon filing--

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0066 2941
2-11-2002

LLC-45.5

10. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

the transaction of any or all businesses or activities permitted by the provisions of applicable law, including, without limitation, the operation of a restaurant business (IRS Code Number 722110)

11. The limited liability company is managed by:

- manager(s)
- vested in member(s)

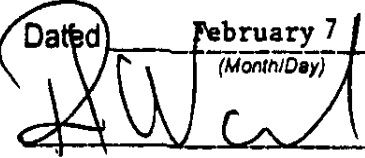
12. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.

13. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.

14. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.

15. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated February 7 2002
(Month/Day) (Year)


(Signature)
 (Signature must comply with Section 5-45 of ILLCA)

Richard Wahlstedt, Manager
(Type or print name and title)

(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

*Please refer to Sections 17B.20(d) and (e) of the Administrative Rules

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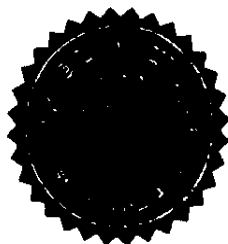
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "GEISHA LLC", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF DECEMBER, A.D. 2001, AT 6 O'CLOCK P.M.

Property of Cook County Clerk's Office



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3471338 8100

020085329

AUTHENTICATION: 1604213

DATE: 02-08-02

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2-11-2002

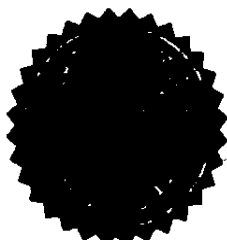
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "GEISHA LLC" 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 EIGHTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1604212

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DATE: 02-08-02

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2.11.2002

DEC 19 '01 19:18 FR MBP CHGO 35TH FLR #711 000 000000 TO 913025748340

P.02

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 06:00 PM 12/19/2001
010656966 - 3471338

CERTIFICATE OF FORMATION

OF

GEISHA LLC

- 1.) The name of the limited liability company (the "LLC") is:

Geisha LLC
- 2.) The address of the registered office of the LLC in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of the registered agent of the LLC at such address is The Corporation Trust Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of the LLC this 19th day of December, 2001.



Michael J. Perkowski
Authorized Person

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Property of Cook County Clerk's Office

STATE OF ILLINOIS
Office of the Secretary of State
I hereby certify that this is a true and correct copy, consisting of SIX pages, as taken from the original on file in this office.



Jesse White

JESSE WHITE
SECRETARY OF STATE

DATED: 5/13/2003

BY: *J. White*