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18 37 000 50 001 Page 1 of 5
1998-11-06 09:43:35
Cook County Recorder 29.00

File Number 6018-883-1



State of Illinois
Office of
The Secretary of State

156-14

Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF TOLL BROS., INC. INCORPORATED UNDER THE LAWS OF THE STATE OF PENNSYLVANIA HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE TO TRANSACT ALL BUSINESS IN ILLINOIS UNDER THE ASSUMED NAME OF TOLL BROTHERS HOMES, INC. AS PROVIDED BY THE "BUSINESS CORPORATION ACT" OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 29TH day of OCTOBER A.D. 19 98 and of the Independence of the United States the two hundred and 23RD .



George H Ryan

Secretary of State

BOX 170

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LIST OF JURISDICTIONS WHEREIN TOLL BROS., INC. IS QUALIFIED

EXHIBIT A

Arizona
California
Colorado
Connecticut
Florida
Maryland
Massachusetts
Michigan
Nevada
New Jersey
New York
North Carolina
Ohio
Pennsylvania (state of incorporation)
Tennessee
Virginia

Property of Cook County Clerk's Office

BOX 170

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08004533

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1834

This space for use by Secretary of State

FILED

This space for use by
Secretary of State

Date 10-29-98
License Fee \$ _____
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Penalties \$ _____
Approved: [Signature] 100.00

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

OCT 29 1998

GEORGE H. RYAN
SECRETARY OF STATE

1. (a) CORPORATE NAME: Toll Bros., Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: Toll Brothers Homes, Inc.

(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Pennsylvania

(b) Date of Incorporation: 6/30/80

(c) Period of Duration: Perpetual

3. (a) Address of the principal office, wherever located: (b) Address of principal office in Illinois:

3103 Philmont Avenue

None

Huntingdon Valley, PA 19006

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent

C T CORPORATION SYSTEM

First Name

Middle Name

Last Name

Registered Office

c/o C T CORPORATION SYSTEM, 208 S. LaSalle Street

Number

Street

Suite #

Chicago

60604

Cook

City

Zip Code

County

EXPEDITED

OCT 29 1998

SECRETARY OF STATE

5. States and countries in which it is admitted or qualified to transact business: (include state of incorporation)

See Exhibit A

6. Names and residential addresses of officers and directors:

Name

No. & Street

City

State

Zip

President Bruce E. Toll President and Secretary 3103 Philmont Ave., Huntingdon Valley, PA 19006

Asst.

Secretary Mark Warshauer 3130 Philmont Avenue, Huntingdon Valley, PA 19006

Director Robert I. Toll CEO 3103 Philmont Ave., Huntingdon Valley, PA 19006

Director Joel H. Rassman 3103 Philmont Ave., Huntingdon Valley, PA 19006

Director Bruce E. Toll 3103 Philmont Ave., Huntingdon Valley, Pa 19006

Kenneth J. Gary, Vice President, 3103 Philmont Ave., Huntingdon Valley, PA 19006

more than 5, attach list

BOX 170

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7. Purpose or purposes proposed to be pursued in transacting business in this state:
(If not sufficient space to cover this point, add one or more sheets of this size.)

The corporation shall engage in the business of general contracting.

8. Authorized and issued shares:

Class	Series	Par Value	Number of Shares Authorized	Number of Shares Issued
Common		\$1.00	1,000	100

9. Paid-in Capital: \$100
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

- 10. (a) Give an estimate of the total value of all the property* of the corporation for the following year: \$ 350,000,000
- (b) Give an estimate of the total value of all the property* of the corporation for the following year that will be located in Illinois: \$ 1,500,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 175,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 50,000

11. Interrogatories: (Important - this section must be completed.) 3103 Philmont Ave., Huntingdon Valley, PA 19006

- ** (a) Office or offices to which all contracts with the corporation are forwarded for final acceptance: 19006
- (b) Number of shares of all classes owned by residents of Illinois: 0
- (c) Number of shares of all classes owned by non-residents of Illinois: 100
- (d) Is the corporation transacting business in this state at this time? No
- (e) If the answer to item 11(d) is yes, state the exact date on which it commenced to transact business in Illinois: N/A

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated October 28, 19 98 TOLL BROS., INC.
(Exact Name of Corporation)

attested by [Signature] by [Signature]
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Mark Warshauer, Assistant Secretary Kenneth J. Gary, Vice President
(Type or Print Name and Title) (Type or Print Name and Title)

PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

** When the response to #11(a) lists ONLY an Illinois address, then the total business as reflected in #10(c) is also considered to be Illinois business for the purpose of computing the Illinois allocation factor. By signing this application, the corporation affirms that it is aware that the amount of paid-in capital, and consequently the amount of license fees and franchise taxes, may be proportionately higher due to the Illinois address shown under #11(a).

Form **BCA-4.15**
4.20
(Rev. Jul. 1984)

UNOFFICIAL COPY

APPLICATION TO ADOPT,
CHANGE OR CANCEL,
AN ASSUMED CORPORATE NAME

File# 6018-883-1

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-9520

FILED

SUBMIT IN DUPLICATE

OCT 29 1998

GEORGE H. RYAN
SECRETARY OF STATE

This space for use by
Secretary of State

Date 10-29-98

Filing Fee 80. -

Approved: [Signature]

Remit payment in check or money
order, payable to "Secretary of State".

1. CORPORATE NAME: Toll Bros., Inc.

2. State or Country of Incorporation: Pennsylvania

3. Date incorporated (if an Illinois corporation) or date authorized to transact business in Illinois (if a foreign corporation): upon filing 19

(Complete No. 4 and No. 5 if adopting or changing an assumed corporate name.)

4. The corporation intends to adopt and to transact business under the assumed corporate name of:
Toll Brothers Homes, Inc.

5. The right to use the assumed corporate name shall be effective from the date this application is filed by the Secretary of State until October 1, 2000, the first day of the corporation's anniversary month in the next year which is evenly divisible by five.

(Complete No. 6 if changing or cancelling an assumed corporate name)

6. The corporation intends to cease transacting business under the assumed corporate name of:

7. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated October 27, 19 98 TOLL BROS., INC.
(Exact Name of Corporation)

attested by [Signature] by [Signature]
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)
Mark Warshauer; Assistant Secretary Kenneth J. Gary, Vice President
(Type or Print Name and Title) (Type or Print Name and Title)

NOTE: The filing fee to adopt an assumed corporate name is \$20 plus \$2.50 for each month for part thereof between the date of filing this application and the date upon which the corporation may renew its use.

The fee for cancelling an assumed corporated name is \$5.00.

The fee to change an assumed name is \$25.

EXPEDITED

OCT 29 1998

SECRETARY OF STATE

BOX 170