

SEAL OF THE STATE OF ILLINOIS
OFFICE OF THE
THE SECRETARY OF STATE



Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF WINDWARD MANAGEMENT COMPANY OF ILLINOIS, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

86378096

Now Therefore, I, Jim Edgar, 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 voice to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 13TH day of AUGUST AD 19 86, and of the Independence of the United States the two hundred and 11TH*



Jim Edgar
SECRETARY OF STATE

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Property of Cook County Clerk's Office

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

This Space For Use By
Secretary of State

Date 8-13-86
License Fee \$ 1.50
Franchise Tax \$ 25.00
Filing Fee \$ 75.00
Penalties \$
Clerk 2 # 100.50

Remit payment in Certified Check,
Cashiers' Check or a Money Order,
payable to "Secretary of State".
DO NOT SEND CASH!

**APPLICATION FOR CERTIFICATE
OF AUTHORITY TO TRANSACT
BUSINESS IN ILLINOIS**

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Illinois and submits the following statement.

1. The name of the corporation is _____
(Shall contain the word "corporation", "company", "incorporated",

Windward Management Company of Illinois, Inc.

or "limited"; or shall contain an abbreviation of one of such words)

(To be completed only if the corporate name is not available)

and, the name which it elects to assume for use in Illinois, hereby agreeing NOT to use its corporate name in the transaction of business in Illinois, is n/a

2. State or Country of Incorporation Delaware; Date of Incorporation 4-10-86; Period of Duration Perpetual

3. The address of its principal office, wherever located, is c/o The Corporation Trust Company
1209 Orange Street, Wilmington, DE 19801

and the address of its principal office in Illinois is None

4. The name and address of its registered agent and its registered office in Illinois are:

Registered Agent C T CORPORATION SYSTEM
First Name Middle Name Last Name

Registered Office c/o C T CORPORATION SYSTEM, 208 S. La Salle Street
Number Street Suite # (A P.O. box alone is not acceptable)
Chicago 60604 Cook
City Zip Code County

5. The states and countries in which it is admitted or qualified to transact business are:
Incorporated in Delaware

6. The names and respective residential addresses of its officers and directors are:

	No. & Street	City	State	Zip
President	James L. Bildner 3 Blossom Lane	Manchester, MA		01944
Secretary	Albert G. Tierney, III 27 Stamford Ln.	Wellesley, MA		01944
Director	James L. Bildner 3 Blossom Lane	Manchester, MA		01944
Director				
Director				

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7. The purpose or purposes for which it is organized and which it proposes to pursue in the transaction of business in this State are:

If not sufficient space to cover this point, add one or more sheets of this size

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware and permitted under the Illinois Business Corporation Act.

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8. The number of shares which it is authorized to issue and which it has issued are:

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
Common	\$.01	1,000,000	100

* A declaration as to a "par value" is optional, unless the articles of incorporation make a declaration. When no reference to par value is desired, indicate "n/a".

9. The amount of paid-in capital** is \$ 100.00

** "Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of those accounts.

(COMPLETE EITHER #10 or #11 below)

10. The corporation elects to pay its license fees and its franchise taxes on the basis of 100% of its paid-in capital.

11. (a) —Give an estimate of the total value of all the property of the corporation for the following year \$ _____
- (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 \$ _____
- (c) —State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ _____
- (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 \$ _____

12. INTERROGATORIES

- (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?
Ropes & Gray, 225 Franklin Street, Boston, MA 02110
- (b) The number of shares of all classes owned by residents of Illinois is: Attr: R. Newcombe Stillwell
None
- (c) The number of shares of all classes owned by non-residents of Illinois is:
100
- (d) Is the corporation transacting business in this State at this time?
no
- (e) If your answer is in the affirmative, state the exact date on which it commenced to transact business in Illinois:

13. This application is accompanied by a copy of the articles of incorporation, as amended, duly authenticated by the proper officer of the State or Country wherein it is incorporated, which certification is not more than ninety (90) days old.

• 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 #12(a) lists ONLY an Illinois address, then the total business as reflected in #11(c) is also considered to be an 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 #12(a).

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Form BCA-13.15

File No.

APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACT BUSINESS IN ILLINOIS

Filing Fee \$75.00 plus applicable license fee
and franchise tax

FILED

AUG 13 1986

JIM EDGAR
Secretary of State

36

RETURN TO:

Corporation Department
Secretary of State
Springfield, Illinois 62756
Telephone 217 - 782-6961



RECORDING DESK
BOX 170

C4712

FILED
AUG 14 1986

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Cook County Clerk's Office

DEPT-01 RECORDING \$14.00
T#2222 TRAN 0428 08/27/86 11:13:00
474774 B *-86-378096
COOK COUNTY RECORDER

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.
Windward Management Company
OF ILLINOIS, INC.
(Exact Name of Corporation)
by James L. Bildner, President
(Signature of President or Vice President)
(Type or Print Name and Title)

Dated August 8, 1986
attested by Albert G. Tierney, III, Secy.
(Signature of Secretary or Assistant Secretary)
(Type or Print Name and Title)

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