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Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF

HOMART COMMUNITY CENTERS, INC.

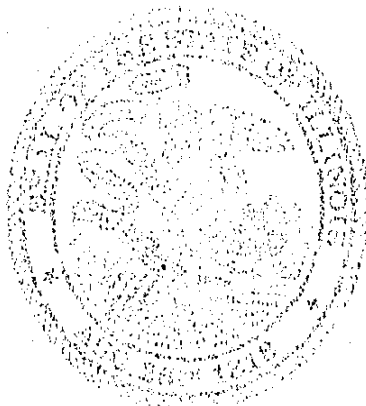
INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

89384758

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 11th day of AUGUST AD 19 89 and of the Independence of the United States the two hundred and 14th



Jim Edgar  
SECRETARY OF STATE

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Property of Cook County Clerk's Office

PROPERTY OF THE COUNTY OF COOK, ILLINOIS, FOR THE PURPOSES OF THE  
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Submit in Duplicate

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

JIM EDGAR  
Secretary of State  
State of Illinois

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

This Space For Use By Secretary of State	
Date	8-11-89
License Fee	\$ 375.00
Franchise Tax	\$ 750.00
Filing Fee	\$ 75.00
Penalties	\$
Clerk	\$ 1200.00

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 HOMART COMMUNITY CENTERS, INC.  
(Shall contain the word "corporation", "company", "incorporated",

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 \_\_\_\_\_

2. State or Country of Incorporation Delaware Date of Incorporation 7/24/89 Period of Duration perpetual

3. The address of its principal office, where/er located, is 55 W. Monroe/Suite 3100,  
Chicago, Illinois 60603

and the address of its principal office in Illinois is 55 W. Monroe/Suite 3100,  
Chicago, Illinois 60603

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 PO 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:  
Delaware, Illinois, Minnesota

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

	No. & Street	City	State	Zip
President				
Secretary	(See attached sheet)			
Director				
Director				
Director				

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STATE OF ILLINOIS  
DEPARTMENT OF REVENUE  
CHICAGO, ILLINOIS

PROPERTY TAX  
STATE OF ILLINOIS  
DEPARTMENT OF REVENUE  
CHICAGO, ILLINOIS

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STATE OF ILLINOIS  
DEPARTMENT OF REVENUE  
CHICAGO, ILLINOIS

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Real estate development, including, but not limited to, the acquiring, holding, leasing, mortgaging and disposition of all types of real property and improvements thereon for investment purposes, including, but not limited to, the development of shopping malls; and, any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware and permitted under the Illinois Business Corporation Act.

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

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## DIRECTORS:

Name:	Address:
Donald L. Chasen	633 Elm Road Barrington, IL 60016
L. Michael Foley	822 Central Street Wilmette, IL 60091
Michael J. Gregoire	528 Mayflower Lake Forest, IL 60093
Arthur J. Hill	687 Lincoln Avenue Winnetka, IL 60093
Alan B. Stewart	27008 Fenview Drive Barrington, IL 60010
Richard Welcome	347 North Elm Hinsdale, IL 60521

## OFFICERS:

Name:	Office:	Address:
Michael J. Gregoire	Chairman of the Board	528 Mayflower Lake Forest, IL 60093
Donald L. Chasen	President	633 Elm Road Barrington, IL 60016
Richard Welcome	Executive Vice President	347 North Elm Hinsdale, IL 60521
Brad H. Neuman	Treasurer	4164 Ridgeland Drive Northbrook, IL 60062
John E. Schippel	Secretary	165 Harbor Road Barrington, IL 60010

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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	\$100.00	100,000	10,000

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 "none".

9. The amount of paid-in capital\*\* is \$ 1,000,000.00

\*\* 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 \$ 1,000,000.00
- (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 \$ 500,000.00
- (c) —State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ 1,000,000.00
- (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 \$ 500,000.00

11. INTERROGATORIES

- ... (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?  
55 W. Monroe/Suite 3100, Chicago, Illinois 60603
- (b) The number of shares of all classes owned by residents of Illinois is:  
none
- (c) The number of shares of all classes owned by non-residents of Illinois is:  
10,000
- (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:

12. 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 #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).

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Notary Public in and for the State of Illinois

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Witnessed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_.

Notary Public in and for the State of Illinois

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

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APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ILLINOIS

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

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FILED

AUG 11 1989

JIM EDGAR Secretary of State

RETURN TO:

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

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DEPT-01 RECORDING \$13.00  
142222 TRAM 7945 08/18/89 10:21:00  
#9195 \$ 39-384758  
COOK COUNTY RECORDER

John E. Schippel, Secretary  
(Type or Print Name and Title)  
Attested by  
(Signature of Secretary or Assistant Secretary)

Dated July 28, 1989

HOWARD COMMUNITY CENTERS, INC.  
(Exact Name and Organization)  
Richard Welcome, Executive Vice President  
(Signature of President or Vice President)  
(Type or Print Name and Title)

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.