

UNOFFICIAL COPY

File Number 5580-241-29 290051972

STATE OF ILLINOIS
OFFICE OF
THE SECRETARY OF STATE



Whereas, APPLICATION FOR CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN THIS STATE OF CLIFFWOOD MANAGEMENT COMPANY INCORPORATED UNDER THE LAWS OF THE STATE OF CALIFORNIA 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.

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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 cause to be affixed the Great Seal of the State of Illinois.

at the City of Springfield, this 16TH day of JANUARY AD 19 90 and of the Independence of the United States the two hundred and 14TH.

Jim Edgar
SECRETARY OF STATE

Submit in Duplicate

JIM EDGAR
Secretary of State
State of Illinois

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 TRANACT
BUSINESS IN ILLINOIS**

This Space For Use By
Secretary of State

Date 1-16-90

License Fee \$ 2.50

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Penalties \$

Clerk D \$ 102.50

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 Cliffwood Management Company
(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 California ; Date of Incorporation 1/19/89 ; Period of Duration perpetual

3. The address of its principal office, wherever located, is 11755 Wilshire Boulevard,
Suite 2000, Los Angeles, California 90025

and the address of its principal office in Illinois is Sheraton O'Hare Hotel, 6810 North
Mannheim Road, Rosemont, Illinois 60018

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

Registered Agent Maurice Jacobs
First Name Middle Name Last Name
Greenberger, Krauss & Jacobs, Chtd.
Registered Office 180 North LaSalle St., Suite 2700
Number Street Suite # (A P.O. box alone is not acceptable)
Chicago 60601 Cook
City Zip Code County

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

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

	No. & Street	City	State	Zip
President Henry S. Stone	11755 Wilshire Blvd. Suite 2000	Los Angeles, CA	CA	90025
Secretary C. Edward Spiegel	11755 Wilshire Blvd., Ste. 2000	Los Angeles, CA	CA	90025
Director Henry S. Stone	11755 Wilshire Blvd., Ste. 2000	Los Angeles, CA	CA	90025
Director Ronald Anson	11755 Wilshire Blvd., Ste. 2000	Los Angeles, CA	CA	90025
Director C. Edward Spiegel	11755 Wilshire Blvd., Ste. 2000	Los Angeles, CA	CA	90025

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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 a corporation may be organized under the General Corporation Law of California and permitted under the Business Corporation Act of Illinois.

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

9 0 0 1 0 2

Class	* Par Value	Number of Shares Authorized	Number of Shares Issued
common	n/a	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 "n/a".

9. The amount of paid-in capital** is \$ 10,000

** "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 \$ 100,000
- (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 \$ 50,000
- (c) —State the estimated total business of the corporation to be transacted by it everywhere for the following year \$ -0-
- (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 \$ -0-

11. INTERROGATORIES

- *** (a) To what office or offices will all contracts with the corporation be forwarded for final acceptance?
11755 Wilshire Boulevard, Suite 2000, Los Angeles, CA 90025
- (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).

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APPLICATION FOR CERTIFICATE
OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

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

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FILED

JAN 16 1990

JIM EDGAR
Secretary of State

RETURN TO:

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

C.1713

MAIL 10
Michael Owen
Greeneberger K...
180 N. LaSalle
Suite 2700
Chicago IL 60601



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46235 + *-90-051932
COOK COUNTY RECORDER

Dated November 3, 19 89
attested by C. Edward Spiegel, Secretary
(Signature of Secretary or Assistant Secretary)
Henry S. Stone, President
(Type or Print Name and Title)
Cliffwood Management Company
(Exact Name of Corporation)
(Signature of President or Vice President)

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.

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