



## KOCHMAN & BRAUN PLC

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Ronald S. Kochman  
Also admitted in New York

Keith B. Braun  
Also admitted in Michigan

Maura A. Ziska

Esperanté  
222 Lakeview Avenue, Suite 950  
West Palm Beach, Florida 33401

Telephone: (561) 802-8960  
Facsimile: (561) 802-8995

August 12, 2003

Department of State  
Division of Corporations  
**Attn: Registration Section**  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
2003 AUG 28 AM 11:31  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Re: *The Gulf Cottage Limited Partnership*

Dear Sir/Madam:

Enclosed, for filing, are the Certificate of Limited Partnership and Affidavit of Capital Contributions for Florida Limited Partnership with respect to The Gulf Cottage Limited Partnership. Also enclosed is a check in the amount of \$1,837.50 representing the filing fee and certified copy fee.

If you have any questions, please call me.

Sincerely,



Ronald S. Kochman

RSK/cb  
Enclosures  
24709



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

August 15, 2003

RONALD S. KOCHMAN  
KOCHMAN & BRAUN PLC  
222 LAKEVIEW AVENUE, STE. 950  
WEST PALM BEACH, FL 33401

SUBJECT: THE GULF COTTAGE LIMITE PARTNERSHIP  
Ref. Number: W03000023329

We have received your document for THE GULF COTTAGE LIMITE PARTNERSHIP and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan  
Document Specialist

Letter Number: 003A00046608

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TALLAHASSEE, FLORIDA

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Telephone: (561) 802-8960  
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August 25, 2003

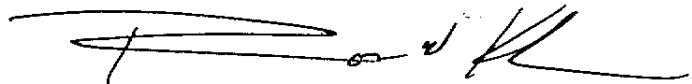
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: ***The Gulf Cottage Limited Partnership***  
***Ref. Number: W03000023329***

Dear Sir or Madam:

Pursuant to your letter dated August 15, 2003, enclosed is the Certificate of Limited Partnership which has now been signed by the Registered Agent along with a copy of your letter. If you have any questions, please call me.

Sincerely,

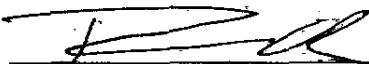


Ronald S. Kochman

RSK/cb  
Enclosures  
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP**

1. The Gulf Cottage Limited Partnership  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. c/o Kochman & Braun PLC, 222 Lakeview Avenue, Suite 950, West Palm Beach, FL 33401  
(Business address of Limited Partnership)
3. Ronald S. Kochman  
(Name of Registered Agent for Service or Process)
4. 222 Lakeview Avenue, Suite 950, West Palm Beach, Florida 33401  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. c/o Kochman & Braun PLC, 222 Lakeview Avenue, Suite 950, West Palm Beach, FL 33401  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2033
8. Name of general partner: The Gulf Cottage LLC  
# L03000029516  
Street address: c/o Kochman & Braun PLC  
222 Lakeview Avenue, Suite 950  
West Palm Beach, FL 33401

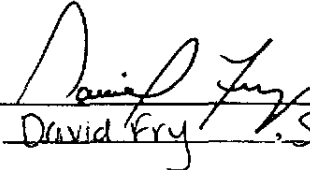
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& ALIENATION, FLORIDA

*Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 15<sup>th</sup> day of August, 2003.

Signature of the general partner:

THE GULF COTTAGE LLC

By:   
David Fry, Senior Vice President of Bay Colony - Gateway, Inc., Manager

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of The Gulf Cottage Limited Partnership,  
*a Florida Limited Partnership, certify:*

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TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$0.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,355,000.

Signed this 1<sup>st</sup> day of August, 2003.

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

THE GULF COTTAGE LLC

By: David Fry Senior Vice President of Bay Colony - Gateway, Inc., Manager