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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

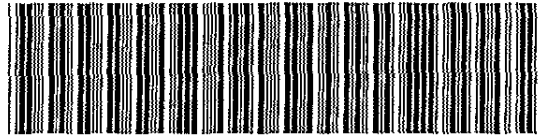
(Business Entity Name)

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10-25-03

FIELDSTONE LESTER SHEAR & DENBERG, LLP
ATTORNEYS & COUNSELLORS AT LAW

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PAUL A. LESTER, P.A.
DAVID SHEAR, P.A.
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201 ALHAMBRA CIRCLE
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FACSIMILE 305.357.1002
E-MAIL: BD@FLSDLAW.COM

OF COUNSEL:
ROBERT E. DADY, P.A.
ALSO MEMBER N.Y. BAR
LEE J. OSIASON, P.A.

Via Federal Express

October 17, 2003

State of Florida
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: **Qualification to do Business in Florida**

Dear Sir/Madam:

Enclosed please find the following qualification documents:

1. Qualification by Foreign Corporation for Lincoln LP Corp., a Delaware corporation, along with a check in the amount of \$78.75 representing the filing fee and a Certificate of Status.
2. Qualification by Foreign Limited Partnership for 1100 Lincoln Road L.P., a Delaware limited partnership, along with a check in the amount of \$118.75 representing the filing fee, designation of registered agent, and a Certificate of Status.

Please be advised that these documents should be filed in the order set out above, with the Corporation being filed first, before the Limited Partnership. The contact person for both entities and the person to whom the acknowledgments should be sent is:

Robert E. Dady, Esq.
Fieldstone Lester Shear & Denberg, LLP
201 Alhambra Circle, Suite 601
Coral Gables, Florida 33134
305-357-1001

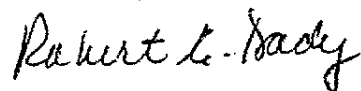
A self-addressed, stamped envelope is also enclosed for your convenience in returning acknowledgments to the undersigned.

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State of Florida
Registration Section
October 17, 2003
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Thank you.

Sincerely,



Robert E. Dady

RED/mtd
Encl.

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**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. 1100 Lincoln Road L.P.
(Name of limited partnership as it is in the home state)

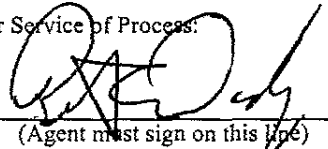
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware (State of Formation) 4. October 9, 2003 (Date of Formation)

5. Robert E. Dady, Esq.
(Name of Registered Agent for Service of Process)

6. 201 Alhambra Circle, Suite 601
(Street Address of Registered Office)

Coral Gables (City) Florida 33134 (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:


(Agent must sign on this line)

8. The Delaware Corporation Agency, Inc.
222 Delaware Avenue, 9th Floor, Wilmington, Delaware 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
Lincoln GP Corp. ✓ F03000005368	400 Park Avenue
	New York, NY 10022

10. 400 Park Avenue, New York, NY 10022
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

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12. 400 Park Avenue, 15th Floor

New York, New York 10022

(Mailing Address of Limited Partnership)

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

Signed this 20th day of October, 2003



General Partner Aby Rosen

STATE OF New York

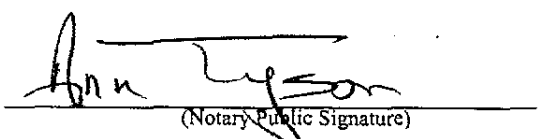
COUNTY OF New York

On this 20th day of October, 2003

Aby Rosen personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____


(Notary Public Signature)

ANN TYSON
(Notary's Printed Name)

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Seal My Commission Expires: _____

ANN TYSON
Notary Public, State of New York
No. 31-4654440
Qualified in New York County
Commission Expires July 31, 2006

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared _____
a general partner of 1100 Lincoln Road L.P., a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 10,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 10,000.

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

Signed this 20th day of October, 2003.

[Signature]
General Partner

STATE OF New York
COUNTY OF New York

On this 20th day of October, 2003.

[Signature], personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

ANN TYSON
(Notary's Printed Name)

Seal My Commission Expires: _____

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[Signature]
Notary
ANN TYSON
Notary Public, State of New York
No. 31-4854440
Qualified in New York County
Commission Expires July 31, 2008