

BOS 0000 00275

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

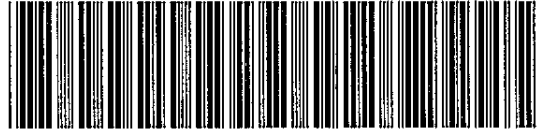
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STATE OF MASSACHUSETTS
SECRETARY OF STATE

BOS-275
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KRASNY AND DETTMER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

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MEDIATOR-ARBITRATOR
ΔBOARD CERTIFIED IN TAXATION
†ALSO CERTIFIED PUBLIC ACCOUNTANT
‡ADMITTED COLORADO BAR

June 15, 2005

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: The Bruce and Rochelle, LP

Dear Sir/Madam:

Enclosed please find the following documents for filing for the referenced entity:

1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida;
2. Affidavit of Capital Contributions for a Foreign Limited Partnership;
3. Certificate of Good Standing from the State of Nevada;
4. Check in the amount of \$1,937.50 for the filing fee, which includes \$100.00 for an expedited filing

Please file the referenced entity via your expedited process method. Please forward proof of the filing via federal express delivery in the enclosed postage-paid federal express return envelope.

If you have any questions or need any further information, please feel free to call me. Thank you for your assistance in this matter.

Very truly yours,

KRASNY AND DETTMER



Kathi A. Shotwell, Legal Assistant to
Dale A. Dettmer

/kas
Enclosure

RECEIVED
DIVISION OF CORPORATIONS
JUN 15 11 09 AM '05

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

1. The Bruce and Rochelle, LP
(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. Nevada 4. July 31, 1997
(State of Formation) (Date of Formation)

5. Cesar B. Degala
(Name of Registered Agent for Service of Process)

6. 1811 Highway A1A, Unit 2106
(Street Address of Registered Office)

Indian Harbour Beach, Florida 32937
(City) (Zip Code)

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


(Agent must sign on this line)

8. 1811 Highway A1A, Unit 2106, Indian Harbour Beach, Florida 32937
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
Cesar B. Degala	2001 Grand Island Court, Las Vegas, NV 89117
Lily B. Degala	2001 Grand Island Court, Las Vegas, NV 89117

10. 2001 Grand Island Court, Las Vegas, NV 89117
(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.

SECRETARY OF STATE
ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED
DATE 03-16-95 BY 9503

12. 2001 Grand Island Court, Las Vegas, NV 89117

(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 14 day of June 2005

[Signature]
General Partner

STATE OF FLORIDA

COUNTY OF BREVARD

On this 14 day of June, 2005

Cesar B. Diazala and Lily B. Diazala, personally appeared before me,

who is personally known to me

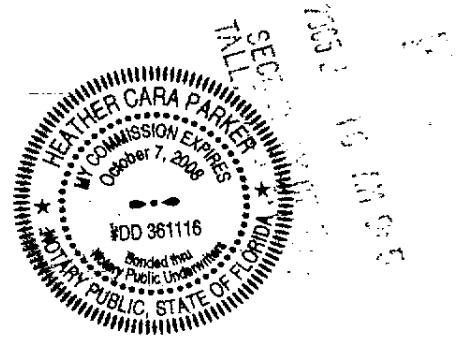
whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

HEATHER CARA PARKER
(Notary's Printed Name)

Seal

My Commission Expires: 10.07.08



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Cesar B. Degala and Lily B. Degala
a general partner of The Bruce and Rochelle, LP, a (an) Nevada
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 700,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,100,000

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 14 day of June, 2005

Cesar B. Degala
General Partner

STATE OF FLORIDA

COUNTY OF BREVARD

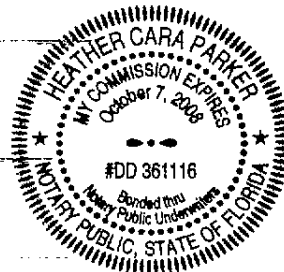
On this 14 day of June, 2005

Cesar B. Degala and Lily B. Degala, personally appeared before me,

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

Heather Cara Parker
(Notary Public Signature)

Heather Cara Parker
(Notary's Printed Name)



Seal My Commission Expires: 10.07.08

2005 JUN 16 11:05 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA