

B9500000415

SUNDANCE PROPERTIES, L.L.C.

400 W. Maple, Suite 250, Birmingham, MI 48009
(810) 647-2650 FAX (810) 647-2883

October 27, 1995

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

300001623893
-10/31/95--01018--002
***1837.50 ***1837.50

RE: Meadowlea Estates Limited Partnership

Gentlemen:

Enclosed is an Application By Foreign Limited Partnership For Authorization To Transact Business In Florida together with our check in the amount of \$1,837.50 covering the filing fee, designation of registered agent and one certified copy of the certificate (not under seal). If you should have any questions regarding this matter please contact Nancy Shawn at the above telephone number. Of course, the acknowledgement of filing and certified copy should be mailed to the above address. Thank you for your cooperation.

Yours very truly,

Robert Bayer
Robert B. Bayer

FILED
OCT 31 1995
DIVISION OF STATE
CORPORATIONS
TALLAHASSEE, FLORIDA
AM 9:00

Name	11/1/95
Availability	RBB:njs
Enclosures	des
Document	DCC
Power	---
Notary	?
Verification	?
Acknowledgement	DCC
W. P. Verifier	DCC

TC
\$1,075,000.00

W95000021741

B9500000415

SUNDANCE  PROPERTIES, L.L.C.

400 W. Maple, Suite 250, Birmingham, MI 48009
(810) 647-2650 FAX (810) 647-2883

November 17, 1995

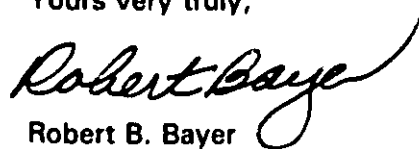
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
Attn: Diane Cushing

RE: Meadowlea Estates Limited Partnership
Reference No. W95000021741
Letter No. 395A00048937

Dear Ms. Cushing:

Pursuant to your letter of November 1, 1995 I obtained the signature of Richard G. Lebedin who has accepted the position of Registered Agent for Service of Process and I have re-enclosed the Application By Foreign Limited Partnership For Authorization To Transact Business In Florida. Apparently, the post office deals primarily in zip codes, otherwise I would never have received the letter since you addressed it to Birmingham, Alabama rather than Birmingham, Michigan. Would you please correct your records.

Yours very truly,



Robert B. Bayer

RBB:njs
Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 1, 1995

ROBERT B. BAYER
SUNDANCE PROPERTIES, L.L.C.
400 W. MAPLE, SUITE 250
BIRMINGHAM, AL 35209

SUBJECT: MEADOWLEA ESTATES LIMITED PARTNERSHIP
Ref. Number: W95000021741

We have received your document for MEADOWLEA ESTATES LIMITED 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 (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 395A00048937

Sandra B. Mortham, Secretary of State

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

1. MEADOWLEA ESTATES LIMITED PARTNERSHIP
(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. MICHIGAN
(State of Formation)

4. APRIL 4, 1995
(Date of Formation)

5. RICHARD⁶ LEBEDIN
(Name of Registered Agent for Service of Process)

6. 3151 N.W. 44TH AVENUE
(Street Address of Registered Office)

OCALA, Florida 34482
(City) (Zip Code)

FILED
1995 NOV 21 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

R. L. Lebedin
(Agent must sign on this line)

8. 400 W. MAPLE, STE. 250, BIRMINGHAM, MI 48009
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

SPECIFIC ADDRESS

ROBERT B. BAYER

400 W. MAPLE, STE 250
BIRMINGHAM, MI 48009

10. 400 W. MAPLE, STE 250, BIRN HAM, MI 48009

(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 cancelled or withdrawn.

12. 400 W. MAPLE, STE 250, BIRMINGHAM, MI 48009
(Mailing Address of Limited Partnership)

This 20TH day of OCTOBER, 1995.

Robert B. Bayer
General Partner

STATE OF MICHIGAN

COUNTY OF OAKLAND

THE FOREGOING instrument was acknowledged and sworn to before me this 20TH day

of OCTOBER, 1995, by ROBERT B. BAYER of
(Name of General Partner)

MEADOWLEA ESTATES LIMITED, a MICHIGAN
(Name of Limited Partnership)

Limited Partnership, on behalf of MICHIGAN
Limited Partnership. (State or Country)

Nancy J. Shewn
Notary Public

NANCY J. SHEWN
Notary Public
State of Michigan at Large

(SEAL) My Commission Expires: 11-26-98

1995 NOV 11 9:00
STATE OF MICHIGAN
NOTARY PUBLIC

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME the undersigned personally appeared ROBERT B. BAYER, a general partner of ~~MAF POWLEA ESTATES~~ LIMITED PARTNERSHIP (an) MICHIGAN limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,075,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,075,000.

This 20TH day of OCTOBER, 1995.

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.

Robert B. Bayer
General Partner

State of MICHIGAN
County of OAKLAND
Date OCTOBER 20, 1995

FILED
1995 NOV 21 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared ROBERT B. BAYER (General Partner), known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20TH day of OCTOBER, 1995.

Nancy J. Shawi
Notary Public

Seal

NANCY J. SHAWI
Notary Public, Oakland County, MI
My Commission Expires Nov. 26, 1993

State of Michigan at Large

My commission expires: 11-26-98

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID
REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Mortimer
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 APR -3 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
B95000000415

MEADOWLEA ESTATES LIMITED PARTNERSHIP

96-AR
CM

2. New Mailing Address, If Applicable

Suite, Apt. # etc. **300001778238**
City, State & Zip **MI 48000**

2a. New Principal Office Address, If Applicable

Suite, Apt. # etc.

City, State & Zip

Mailing Address

**400 W. MAPLE, STE 250
BIRMINGHAM MI 48009**

Principal Office Address

**400 W. MAPLE, STE 250
BIRMINGHAM MI 48009**

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date First Registered to Do Business in
FLORIDA **11/21/1995**

3a. Date of Last Report

4. State or Country of Formation

MI

5a. Capital Contributions as Shown
on Record
\$1,075,000.00

5b. Amount of Capital Contributions in
FLORIDA to date
1,075,000.00

6. FEI Number

28-3254181

Applied For
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$8.75 Additional Fee required
for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$407.50.
2) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$407.50 + \$138.75).
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

**LEBEDIN, RICHARD G
3151 N.W. 44TH AVENUE
OCALA FL 34482**

10. If changed, new Registered Agent's Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. # etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

11. Name(s) of General Partner(s)

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/
Document Number

BAYER, ROBERT B

400 W. MAPLE, STE 250

BIRMINGHAM MI 48009

NOTE: General partners **MI** NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Robert B. Bayer

DATE

3/13/96

Typed or Printed Name of General Partner Signatory Form

ROBERT B. BAYER

Telephone Number

(810) 647-2650

CR2E003 (11/95)