



THE UNITED STATES CORPORATION COMPANY

B9900000251

ACCOUNT NO. : 072100000032

REFERENCE : 283835 4311859

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 87.50

ORDER DATE : June 22, 1999

ORDER TIME : 9:43 AM

ORDER NO. : 283835-005

200002915042-0

CUSTOMER NO: 4311859

CUSTOMER: Ms. Stephanie K. Smolock
Haythe & Curley
237 Park Ave.
20th Floor
New York, NY 10017-3142

FOREIGN FILINGS

4

NAME: O.R. GOLF PARTNERS, LTD.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

FILE 2ND***

CONTACT PERSON: Tamara Odom

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 24 PM 4:39
JUN 24 PM 3:14
RECEIVED

Byk
6/24/99

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

1. O.R. Golf Partners, Ltd.
(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 4. 2/13/97
(State of Formation) (Date of Formation)

5. BURKE Holdings, Inc.
(Name of Registered Agent for Service of Process)

6. 100 Anchor Drive, #459
(Street Address of Registered Office)
Key Largo, Florida 33037
(City) (Zip Code)

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

BURKE HOLDINGS, INC.
By: Stephanie K Smolock
(Agent must sign on this line) *Vice President, Stephanie K Smolock*

8. 1013 Centre Road
Wilmington, Delaware 19805
(Address of registered office required in state of formation or, if not required, address of principal of office.)

| 9. NAMES OF GENERAL PARTNERS | STREET ADDRESS |
|------------------------------|-------------------------------|
| <u>BURKE Holdings, Inc.</u> | <u>100 Anchor Drive, #459</u> |
| <u>99900003287</u> | <u>Key Largo, FL 33037</u> |

10. 100 Anchor Drive, #459, Key Largo, Florida 33037
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 100 Anchor Drive
Key Largo, Florida 33037

(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 3rd day of June, 1999

By: Stephanie K Smolock
RKF Holdings, Inc.
General Partner Vice President

STATE OF New York

COUNTY OF New York

On this 3rd day of June, 1999

Stephanie K Smolock personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Gregory E. Mulroy
(Notary Public Signature)

GREGORY E. MULROY
Notary Public, State of New York
No. 31-4906766
(Notary's Printed Name)
New York County
Commission Expires 10-13-99

Seal My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Stephanie K. Smolock, Vice President of RKF Holdings, Inc.
a general partner of O.R. Golf Partners, Ltd., 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 \$ 100.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100.00.

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 3rd day of June, 19 99.

RKF Holdings, Inc.
By: Stephanie K Smolock
General Partner Vice President

STATE OF New York
COUNTY OF New York

On this 3rd day of June, 19 99,

Stephanie K Smolock, personally appeared before me,

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

Gregory E Mulroy
(Notary Public signature)
GREGORY E. MULROY
Notary Public, State of New York
No. 31-4906766
Qualified in New York County
(Notary's Printed Name)
Commission Expires 10-13-99

Seal My Commission Expires: 10-13-99