

M 99000000097

Meyer & Njus, P.A.
Requestor's Name

200 S. Sixth St., 1100 Pillsbury Center
Address

Minneapolis MN 55402
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #)
- 2. _____ (Corporation Name) _____ (Document #)
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

FILED
99 JAN 26 AM 10:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

- Walk in
- Pick up time _____
- Certified Copy
- Mail out
- Will wait
- Photocopy
- Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

600002723376--0
-12/28/98--01084--006
***285.00 ***285.00

Name 1/4/98

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name DCC
<input type="checkbox"/>	Name Reservation DCC
<input type="checkbox"/>	Director Verifier DCC
<input type="checkbox"/>	Adjudgement DCC
<input type="checkbox"/>	W. P. Verifier DCC

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

M 99000000097

Examiner's Initials

M 99000000067

MEYER & NJUS, P.A.

ATTORNEYS AT LAW

1100 PILLSBURY CENTER

200 SOUTH SIXTH STREET

MINNEAPOLIS, MINNESOTA 55402

(612) 341-2181

Fax (612) 337-5894

Carrie L. Hess**

Steven A. Linder**

J. Scott Winston‡

Paige A. Wildenberg‡

Andrew W. Martin**

David T. Zalewski*

Lisa M. Lamm*‡

Offices also located in:

Chicago, Illinois

Southfield, Michigan

Stillwater, Minnesota

Alan R. Nettles*

Daniel B. Johnson*

James M. Njus*‡

Neil M. Meyer*

Michael B. Braman*

*Admitted in Minnesota

**Admitted in Michigan

‡Admitted in Illinois

°Admitted in Iowa

*Admitted in Wisconsin

☒ Admitted in Nebraska

January 15, 1999

Diane Cushing
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: DORVIDOR MANAGEMENT COMPANY, LLC
REFERENCE NUMBER W99000000067
LETTER NUMBER 99A00000100

Dear Ms. Cushing:

Thank you for taking a moment to speak with me on Friday, January 15, 1999. This letter and the accompanying affidavit are in response to your above referenced letter and our telephone conversation of the 15th. As requested in that conversation I am providing you with an affidavit affirmatively setting forth that Dorvidor Management Company, LLC's only business connection with the State of Florida is as a general partner of two limited partnerships. As noted in our conversation, the limited partnership's were originally formed with individuals as the general partner. Dorvidor subsequently became the general partner after their formation. The failure to file promptly was merely inadvertence and oversight and had nothing to do with any attempt to avoid the Florida statutes. As soon as it became known that such a filing was required the application was submitted to your office.

It is my understanding that based upon this affidavit the penalty and fees of \$3,581.25 will be waived by the State. I would appreciate you thus processing the application previously submitted to you for Dorvidor Management Company, LLC and confirming the waiver.

Very truly yours,

MEYER & NJUS, P.A.



Neil M. Meyer

NMM/lmg
Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 4, 1999

MEYER & NJUS, P.A.
200 S. SIXTH ST., 1100 PILLSBURY CENTER
MINNEAPOLIS, MN 55402

SUBJECT: DORVIDOR MANAGEMENT COMPANY, LLC
Ref. Number: W99000000067

We have received your document for DORVIDOR MANAGEMENT COMPANY, LLC and your check(s) totaling \$285.00. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3,581.25.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 999A00000100

AFFIDAVIT

STATE OF MINNESOTA)
) ss.
COUNTY OF HENNEPIN)

Neil M. Meyer being first duly sworn upon oath states as follows:

1. That he is an attorney licensed to practice law in the State of Minnesota.
2. That he represents Dorvidor Management Company, LLC, a Minnesota Limited Liability Company ("Dorvidor").
3. That he also represents Boardwalk Investment Company, a Limited Partnership, a Minnesota Limited Partnership ("Boardwalk") and Town and Country Holdings, a Limited Partnership, a Minnesota Limited Partnership ("Town and Country").
4. That Boardwalk and Town and Country each acquired real estate in the State of Florida and that accordingly have filed registrations with the State of Florida as Foreign Limited Partnerships owning property in the State of Florida.
5. That subsequent to the formation of Boardwalk and Town and Country, Dorvidor became the general partner of each of the limited partnerships.
6. That Dorvidor's only connection to the State of Florida is as the general partner of Boardwalk and Town and Country respectively.
7. That Dorvidor's failure to file as a foreign company doing business in Florida was merely through inadvertence and oversight.
8. That this affidavit is given in response to the State of Florida's assessment of civil penalties for failure of Dorvidor to qualify in a timely manner in the State of Florida.

FURTHER YOUR AFFIANCE SAYETH NOT.

Neil M. Meyer

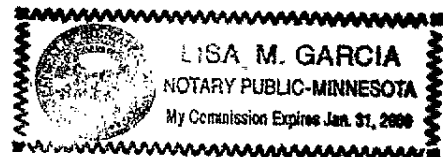
Neil M. Meyer

Subscribed and sworn to before me
this 15th day of January, 1999.

Lisa M. Garcia

SIGNATURE OF NOTARY OR OTHER OFFICIAL

(Seal)



FILED
99 JAN 26 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. DORVIDOR MANAGEMENT COMPANY, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. MINNESOTA
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 41-1852759
(FEI number, if applicable)
4. SEPTEMBER 18, 1996
(Date of Organization)
5. 2026
(Duration: Year limited liability company will cease to exist or "perpetual")
6. September 19, 1996
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 5831 CEDAR LAKE ROAD
ST. LOUIS PARK, MN 55416
(Street address of principal office)

FILED
 99 JAN 26 AM 10:28
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Irene S. Bartram</u>	<u>Mgr.</u>	_____	_____
<u>5831 Cedar Lake Rd.</u>		_____	
<u>St. Louis Park, MN 55416</u>		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	
_____		_____	

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of DORVIDOR MANAGEMENT COMPANY, LLC certifies:

FILED
JAN 26 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is 50,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 580,600.00
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 630,600.00
(This total includes amounts from 2 and 3 above.)

Irene S. Bartram
Signature of a member or an authorized representative of a member.
 (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Irene S. Bartram
 Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit

DESCRIPTION OF PROPERTY OTHER
THAN CASH CONTRIBUTED TO
DORVIDOR MANAGEMENT COMPANY, LLC

Property

Promissory Notes

Agreed Value

\$ 580,200.00

General partnership interests in:

Boardwalk Investment Company, a Limited
Partnership (Minnesota Limited Partnership)
Town & Country Holdings, a Limited Partnership
(Minnesota Limited Partnership)
Golf Terrace Investment Company, a Limited
Partnership (Minnesota Limited Partnership)

\$ 400.00

TOTAL AGREED VALUE OF NON-CASH PROPERTY

\$ 580,600.00

FILED
99 JAN 26 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

DORVIDOR MANAGEMENT COMPANY, LLC

2. The name and the Florida street address of the registered agent and office are:

DON BRANN

(Name)

5625 FOREST HAVEN CIRCLE

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TAMPA

FL

33615

City/State/Zip

FILED
99 JAN 26 AM 10:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Don Brann

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Minnesota

SECRETARY OF STATE

Certificate of Good Standing

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The limited liability company listed below is a limited liability company formed or registered to do business under the laws of Minnesota; the limited liability company was formed by the filing of articles of organization or registered to do business by filing an application for a certificate of authority with the Office of the Secretary of State on the date listed below; the limited liability company is governed by Chapter 322B of Minnesota Statutes; and this limited liability company is authorized to do business as a limited liability company at the time this certificate is issued.

Name: Dorvidor Management Company, LLC

Date Formed or Registered: September 18, 1996

State of Organization: Minnesota

FILED
JAN 26 AM 10:28
STATE OF MINNESOTA
ST. PAUL, MINN.

This certificate has been issued on November 18, 1998.



Joan Anderson Grove
Secretary of State.