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Robert U. Goldman, Ltd.

ATTORNEYS AT LAW

Suite 365 • 600 Central Avenue • Highland Park, Illinois 60035-3257

Robert U. Goldman Roberta Goldman (New York Bar Only)

(847) 432-3666

Telefax (847) 432-4289

· January 26, 2005

VIA FEDERAL EXPRESS STANDARD DELIVERY

Brenda Tadlock
Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

RE: Florida Filings

Dear Brenda:

Marilyn Rothschild at our office informed me that you have worked with our organization for many years and have always been very helpful. We have several filings that need to be completed in the order that they follow in this letter. Enclosed for processing are:

Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the following twenty-two (22) Nevada limited liability companies:

1. 29-31 Associates LLC		\$125.00
2. Atlantic Geriatric Venture LLC		125.00
3. Dry Harbor Developers LLC		125.00
4. Grace & Waring Nevada LLC		125.00
5. Grace & Waring Venture LLC		125.00
6. Hutton Developers LLC		125.00
7. KES Realty Nevada LLC		125.00
8. Kingsbridge HRF LLC	e e er e	125.00
9. Kingsbridge Realty LLC		125.00
10. Lockwood Associates LLC	_	125.00
11. Lovely Hills Developers LLC		125.00
12. New Brighton Development LLC	-	125.00
13. Patchogue Associates LLC	•	125.00
14. Pelham-Laconia Developers LLC		125.00
15. PTR Delray LLC		125.00
16. Queens Nassau NH Developers LLC		125.00
17, Resort HRF LLC	4	125.00
18. Riverview Apartments Associates LLC		125.00
19. SKEK Associates LLC	*	125.00
20. Susquehanna NH Developers LLC		125.00
21. Valsirv Realty LLC		125.00
22. Willoughby Venture LLC	·	125.00
	TOTAL:	\$2,750.00

January 26, 2005 Page 2 of 5

<u>Designation of Registered Agent/Registered Office</u> for the following twenty-two (22) Nevada limited liability companies in conjunction with the above Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida:

1. 29-31 Associates LLC		\$100.00
2. Atlantic Geriatric Venture LLC	•	100.00
3. Dry Harbor Developers LLC	-	100.00
4. Grace & Waring Nevada LLC		100.00
5. Grace & Waring Venture LLC		100.00
6. Hutton Developers LLC		100.00
7. KES Realty Nevada LLC		100.00
8. Kingsbridge HRF LLC		100.00
9. Kingsbridge Realty LLC		100.00
10. Lockwood Associates LLC	. -	100.00
11. Lovely Hills Developers LLC		100.00
12. New Brighton Development LLC		100.00
13. Patchogue Associates LLC		100.00
Pelham-Laconia Developers LLC	•	100.00
15. PTR Delray LLC	:	100.00
16. Queens Nassau NH Developers LLC	•	100.00
17. Resort HRF LLC		100.00
18. Riverview Apartments Associates LLC		100.00
SKEK Associates LLC		100.00
20. Susquehanna NH Developers LLC		100.00
21. Valsirv Realty LLC		100.00
22. Willoughby Venture LLC	<u></u>	100.00
	TOTAL:	\$2,200.00

<u>Certificate of Amendment to Certificate of Limited Partnership</u> for the following twenty-two (22) Florida limited partnerships:

1.	29-31 Associates Limited Partnership	\$52.50
2.	Atlantic Geriatric Venture Limited Partnership	52.50
3.	Dry Harbor Developers Limited Partnership	52.50
4.	Grace & Waring HRF Limited Partnership	52.50
5.	Grace & Waring Venture Limited Partnership	<i>5</i> 2.50
6.	Hutton Developers Limited Partnership	52.50 .
7.	KES Realty Limited Partnership	52.50
8.	Kingsbridge HRF Limited Partnership	52.50
9.	Kingsbridge Realty Limited Partnership	52.50

January 26, 2005 Page 3 of 5

10. Lockwood Associates Limited Partnership	52.50
11. Lovely Hills Developers Limited Partnership	52.50
12. New Brighton Development Limited Partnership	52.50
13. Patchogue Associates Limited Partnership	52.50
14. Pelham-Laconia Developers Limited Partnership	52.50
15. PTR Delray Limited Partnership	52.50
16. Queens Nassau NH Developers Limited Partnership	52.50
17. Resort HRF Limited Partnership	52.50
18. Riverview Apartments Associates Limited Partnership	52.50
19. SKEK Associates Limited Partnership	52.50
20. Susquehanna NH Developers Limited Partnership	52.50
21. Valsirv Realty Co. Ltd.	52.50
22. Willoughby Venture Limited Partnership	52.50
TOTAL:	\$1,155.00

Certificate of Cancellation for the following twenty-two (22) Florida limited partnerships:

1. 29-31 Associates Limited Partnership	\$52.50
2. Atlantic Geriatric Venture Limited Partnership	52.50
3. Dry Harbor Developers Limited Partnership	52.50
4. Grace & Waring HRF Limited Partnership	52.50
5. Grace & Waring Venture Limited Partnership	52.50
6. Hutton Developers Limited Partnership	52.50
7. KES Realty Limited Partnership	52.50
8. Kingsbridge HRF Limited Partnership	52.50
9. Kingsbridge Realty Limited Partnership	52.50
10. Lockwood Associates Limited Partnership	52.50
11. Lovely Hills Developers Limited Partnership	52.50
12. New Brighton Development Limited Partnership	52.50
13. Patchogue Associates Limited Partnership	52.50
14. Pelham-Laconia Developers Limited Partnership	52.50
15. PTR Delray Limited Partnership	52.50
16. Queens Nassau NH Developers Limited Partnership	52.50
17. Resort HRF Limited Partnership	52.50
18. Riverview Apartments Associates Limited Partnership	52.50
19. SKEK Associates Limited Partnership	52.50
20. Susquehanna NH Developers Limited Partnership	52.50
21. Valsirv Realty Co. Ltd.	52.50
22. Willoughby Venture Limited Partnership	52.50
TOTAL:	\$1,155.00

January 26, 2005 Page 4 of 5

Application by Foreign Limited Liability Company for Withdrawal of Authority to Transact Business in Florida for the following twenty-three (23) Nevada limited liability companies:

1. 29-31 Associates LLC			\$25.00
Atlantic Geriatric Venture LLC	-		25.00
3. Dry Harbor Developers LLC			25.00
4. Grace & Waring Nevada LLC			25.00
5. Grace & Waring Venture LLC			25.00
6. Hutton Developers LLC			25.00
7. KES Realty Nevada LLC			25.00
8. Kingsbridge HRF LLC			25.00
9. Kingsbridge Realty LLC			25.00
10. Lockwood Associates LLC			25.00
11. Lovely Hills Developers LLC		-	25.00
12. New Brighton Development LLC			25.00
13. Patchogue Associates LLC			25.00
14. Pelham-Laconia Developers LLC			25.00
15. PTR Delray LLC			25.00
16. Queens Nassau NH Developers LLC			25.00
17. Resort HRF LLC			25.00
18. Riverview Apartments Associates LLC			25.00
Sagamore Associates LLC			25.00
20. SKEK Associates LLC			25.00
21. Susquehanna NH Developers LLC			25.00
22. Valsirv Realty LLC			25.00
23. Willoughby Venture LLC	·		25.00
	TOTAL:		\$575.00

Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida for the following five (5) Nevada corporations:

RUG Properties Corp. Kings Crossing Realty Corp. KN Round Rock Corp.	35.00 35.00 35.00
RUG Properties Corp.	35.00
NW Properties Corp.	35.00
DHD Corp.	\$35.00
	-

January 26, 2005 Page 5 of 5

A check, #10989, in the sum of \$8,010.00 is enclosed to cover the costs of the forms outlined above.

Thank you for your prompt attention to this matter. Should you have any questions, please do not hesitate to contact me at: 847-432-3666.

Sincerely,

ROĐERT U. GOLDMAN, LTD

Robert U. Goldman

RUG:jlg Enclosures

TRANSMITTAL LETTER

TO: Registration S Division of Co			,
SUBJECT: Dry	Harbor Develope	rs Limited Partners	hip
30000C1.		Limited Partnership)	
DOCUMENT NUMB	ER: A30950		
The enclosed Certificat	e of Amendment and fee(s) are	submitted for filing.	
Please return all corresp	condence concerning this matte	r to the following:	
	Robert U. Gol	dman	
	(N	ame of Person)	
	Robert U. Go	ldman, Ltd.	
 	,	mı/Company)	
	600 Central Aven	ue, Suite 365 (Address)	 .
	Highland Park	, IL 60035	·_ ·
	(City/S	tate and Zip Code)	
	concerning this matter, please co	all: at (<u>847</u>), 432–3	DESE
<u> Roperi L</u>	I. Goldman (Name of Person)	(Area Code & Daytime	
Enclosed is a check for the	ne following amount:		
₹ \$52.50 Filing Fee	☐ \$61.25 Filing Fee & Certificate of Status	S105.00 Filing Fee & Certified Copy (additional copy is enclosed)	3 \$113.75 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
STREET ADDI	RESS:	MAILING ADDRESS:	
Registration Sec		Registration Section	
Division of Corp 409 E. Gaines St		Division of Corporations P.O. Box 6327	
Tallahassee, Flor	rida 32399	Tallahassee, Florida 32314	

CERTIFICATE OF CANCELLATION FOR

Dry Harbor Developers Limited Partnership

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on 12-17-1999, hereby submits this Certificate of Cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

This limited partnership was converted into a Nevada limited liability company ("LLC") by its sole General Partner and its sole Limited Partner contributing their entire respective interests in the LLC, dissolving the partnership and distributing all the partnership's assets to the LLC, and the LLC assuming all recourse debt of the partnership and taking the partnership's assets subject to all nonrecourse debts of the partnership.

SECOND: This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

Dry Harbor Developers LLC

By:

Vice President of New Century Investor

Services, Inc., manager