

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-142-8086

A95000000546



95 APR -5 AM 11:10

DIVISION OF CORPORATION

ACCOUNT NO. : 0721000000032

REFERENCE : 572505 4134B

AUTHORIZATION :

COST LIMIT : 9 *Ref. 00*

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATION  
95 APR -5 PM 1:36

ORDER DATE : April 5, 1995

ORDER TIME : 10:56 AM

ORDER NO. : 572505

400001447954

CUSTOMER NO: 4134B

CUSTOMER: Ms. Helen Brock Ford  
BROAD AND CASSEL

Suite 1100  
390 N. Orange Avenue  
Orlando, FL 32801

DOMESTIC FILING

NAME: N.Y. STATE APARTMENT BUILDERS  
IV, LTD.

ARTICLES OF INCORPORATION  
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

4/5/95  
B/K

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**N. Y. STATE APARTMENT BUILDERS IV, LTD.**

FILED STATE  
SECRETARY OF RECORDS  
DIVISION OF RECORDS  
95 APR -5 PM 1:36

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of N. Y. STATE APARTMENT BUILDERS IV, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be N. Y. STATE APARTMENT BUILDERS IV, LTD.

2. The address of the office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and business address of the general partner is:

794000001674  
CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership  
2200 Lucien Way, Suite 450  
Maitland, Florida 32751

4. The mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2045.

This Certificate has been executed by the undersigned this 7th day of April, 1995.

**GENERAL PARTNER:**

CED CAPITAL HOLDINGS VI, LTD., a  
Florida limited partnership

By: CED Construction, Inc., as its  
Managing General Partner

By: [Signature]  
Alan H. Ginsburg, President

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as Registered Agent for N.Y. STATE APARTMENT BUILDERS IV, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with its statutory obligations as such.

B&C Corporate Services of Central Florida,  
Inc.

By: 

Randal M. Alligood, Vice President

Dated this 3<sup>rd</sup> day of April, 1995.

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 APR -5 PM 1:36

AFFIDAVIT  
OF  
CAPITAL CONTRIBUTIONS

RECEIVED  
SECRETARY OF STATE  
95 APR -5 PM 11:00

The undersigned being the sole general partner of N.Y. STATE APARTMENT BUILDERS IV, LTD., and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of N.Y. STATE APARTMENT BUILDERS IV, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

General Partner:

CED CAPITAL HOLDINGS VI, LTD., a  
Florida limited partnership

By: CED Construction, Inc., as  
its Managing General Partner

By: [Signature]  
Alan H. Ginsburg, President

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of April, 1995, by Alan H. Ginsburg, as President of CED Construction, Inc., Managing General Partner of CED Capital Holdings VI, Ltd., General Partner, and who is personally known to me.

[Signature]  
Notary Public

My Commission Expires:

Print, type or stamp name of notary



PATRICIA GEOGHEGAN  
My Comm. Exp. 11-22-98  
Bonded By Service Ins.  
No. CC422627  
Personally Known [ ] Onw [ ] D

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



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

**FILED**  
95 DEC 13 AM 11:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(DO NOT WRITE IN THIS SPACE)

1. Name of Limited Partnership

1a. DOCUMENT #  
**A95000000546**

**N.Y. STATE APARTMENT BUILDERS IV, LTD.**

Mailing Address

2200 LUCIEN WAY, SUITE 450  
MAITLAND FL 32751

Principal Office Address

2200 LUCIEN WAY, SUITE 450  
MAITLAND FL 32751

2. New Mailing Address, if Applicable

State, Apt. #, etc.

~~SECRETED 1-15-95 1-3~~  
-12/18/95--01027--002

City, State & Zip

\*\*\*191.25 \*\*\*191.25

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.

City, State & Zip

3. (Date Formed or Registered to Do Business in  
FLORIDA

04/05/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown  
on Record

\$50.00

5b. Amount of Capital Contributions in  
FLORIDA to date

6. FEI Number

59-3308327

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$0.75 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 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.  
2) Supplemental Fee. \$138.75 (pursuant to section 607.103, F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$101.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$437.50 + \$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

B&C CORPROATE SERVICES OF CENTRAL FLA, INC  
390 NORTH ORANGE AVENUE, SUITE 1100  
ORLANDO FL 32801

10. If changed, new Registered Agent/Office

Name

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

State, 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**

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

CED CAPITAL HOLDINGS VI, LTD

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

2200 LUCIEN WAY, SUIT

11b. City, State & Zip Code

MAITLAND FL 32751

11c. Registration/  
Document Number

A94000001874

**Note: General partners MAY 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 in 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 By: CED Capital Holdings VI, Ltd., General Partner  
CED Construction, Inc., its Managing General Partner

DATE **OCT 18 1995**

Type or Printed Name of General Partner Signing Form

Alan H. Ginsburg, President

Telephone Number **(407) 660-1110**

# A9500000546

RECEIVED

96 FEB 28 PM 1:10



ACCOUNT NO. : 072100000032

REFERENCE : 277200 4381472

AUTHORIZATION :

*Patricia P. Smith*

COST LIMIT : \$ 87.50

ORDER DATE : February 28, 1997

ORDER TIME : 11:22 AM

ORDER NO. : 277200-005

CUSTOMER NO: 4381472

CUSTOMER: Janice Myers, Legal Assistant  
BROAD AND CASSEL

400002101504--1

Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

DOMESTIC FILING

NAME: N.Y. STATE APARTMENT  
BUILDERS IV, LTD.

EFFECTIVE DATE:

☐ ARTICLES OF INCORPORATION  
☒ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith  
EXAMINER'S INITIALS

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
57 FEB 28 PM 3:05

A95-546

|                   |           |
|-------------------|-----------|
| Name Availability | <i>OK</i> |
| Document Examiner | <i>OK</i> |
| Updater           | <i>OK</i> |
| Updater Verifyer  | <i>OK</i> |
| Acknowledgement   | <i>OK</i> |
| W. P. Verifyer    | <i>OK</i> |

97 FEB 28 PM 3:05

AMENDMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF

N.Y. STATE APARTMENT BUILDERS IV, LTD.

Pursuant to the authority of Section 620.109 of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, constituting all of the general partners of N.Y. STATE APARTMENT BUILDERS IV, LTD., a Florida limited partnership (the "Partnership"), submits the following:

1. The name of the Partnership is N.Y. STATE APARTMENT BUILDERS IV, LTD.

2. The date of the filing of the original certificate of limited partnership was April 5, 1995.

3. Paragraph 3 of the Certificate of Limited Partnership is hereby deleted in its entirety and the following substituted in lieu thereof:

"3. The names and business addresses of each of the general partners are:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited partnership *A94-1674*  
2200 Lucien Way, Suite 450  
Maitland, Florida 32751

CDC BAYWIND CORP., a New York corporation *F97-736*  
qualified to transact business in Florida  
2100 Middle Country Road, Suite 300  
Centerreach, New York 11720-3576

4. CED Capital Holdings VI, Ltd. shall be the Managing General Partner of the Partnership. As Managing General Partner, CED Capital Holdings VI, Ltd. shall be required to approve of all Partnership actions before such actions shall be deemed to be effective.

5. This Certificate of Amendment may be executed in several counterparts, each of which shall be deemed to be an original copy and all of which together shall constitute one certificate binding on all parties hereto, notwithstanding that all the parties shall not have signed the same counterpart.

7th The undersigned have hereunto set their hands and seals this day of February, 1997.

**MANAGING GENERAL PARTNER:**

CED CAPITAL HOLDINGS VI, LTD., a  
Florida limited partnership

By: CED Construction, Inc., a  
Florida corporation, its  
managing general partner

By: Jay P. Brock  
Jay P. Brock  
Vice President

**NEWLY ADMITTED GENERAL PARTNER:**

CDC BAYWIND CORP., a New York  
corporation

By: Wilbur Klatsky  
Wilbur Klatsky, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 28 PM 3:05





# A95000000546

ACCOUNT NO. : 072100000032  
REFERENCE : 278458 4381472  
AUTHORIZATION : 400002104704--4  
-03/05/97--01048--005  
COST LIMIT : \$ PREPAID \*\*\*1750.00 \*\*\*1750.00

ORDER DATE : March 3, 1997  
ORDER TIME : 9:39 AM  
ORDER NO. : 278458-005  
CUSTOMER NO: 4381472  
CUSTOMER: Janice Myers, Legal Assistant  
Broad And Cassel  
Suite 1100  
390 North Orange Avenue  
Orlando, FL 32801

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR -3 PM 1:04

## DOMESTIC AMENDMENT FILING

NAME: N.Y. STATE APARTMENT BUILDERS  
IV, LTD.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: BK

G. TAX         
FILING 1,750.00  
R. AGENT FEE         
C. COPY         
TOTAL 1,750.00  
N. BARK         
BALA. OF DOL         
REFUND       

3/6/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR -3 PM 1:04

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the general partner of N.Y. STATE APARTMENT BUILDERS IV, LTD., a Florida limited partnership, executes this supplemental affidavit and files the same with the Florida Department of State pursuant to Section 620.112, Florida Statutes.

The actual amount of capital contributions of the Limited Partner has exceeded the originally anticipated amount of capital contributions. The sum of \$50.00 has already been contributed by the Limited Partners, an additional \$3,564,080.00 is currently being contributed, and an additional \$3,792,182.00 is anticipated. Therefore, the total capital contributions on record will be \$7,356,312.00.

Executed this 7th day of February, 1997.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

N.Y. STATE APARTMENT BUILDERS IV, LTD., a  
Florida limited partnership

By: CED Capital Holdings VI, Ltd., a  
Florida limited partnership, its  
managing general partner

By: CED Construction, Inc., a  
Florida corporation, its  
managing general partner

By: Jay P. Brock  
Jay P. Brock  
Vice President

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Jay P. Brock, as Vice President of CED Construction, Inc., a Florida corporation, known to me and known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as Vice President of CED Construction, Inc., a Florida corporation, as managing general partner of CED Capital Holdings VI, Ltd., a Florida limited partnership, as the managing general partner of N.Y. State Apartment Builders IV, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of February, 1997.

Dawn M. Traub  
Notary Public  
State of Florida at Large  
My Commission Expires:



N.Y. STATE APARTMENT BUILDERS IV, LTD., a  
Florida limited partnership

By: CDC Baywind Corp., a New York  
corporation, its general partner

By: Wilbur Klatsky, President

STATE OF New York

COUNTY OF Suffolk

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Wilbur Klatsky, as President of CDC Baywind Corp., a New York corporation, known to me and known to me to be the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as President of CDC Baywind Corp., a New York corporation, as a general partner of N.Y. State Apartment Builders IV, Ltd., a Florida limited partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28th day of February, 1997.

Joan M. Convery  
Notary Public

My Commission Expires:

JOAN M. CONVERY  
Notary Public, State of New York  
No. 01CO4767005  
Qualified in Suffolk County  
Commission Expires May 31, 1998