

A97000001170

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November 9, 1999

Florida Department of State  
Division of Corporations  
Attention: Registration Section  
Post Office Box 6327  
Tallahassee, Florida 32314

500003045075--8

-11/16/99--01027--001

\*\*\*\*246.25 \*\*\*\*105.00

Re: *Maitland Concourse, Ltd.*  
*Document Number A97000001170*  
*1998 Limited Partnership Annual Report*

Dear Sir or Madam:

Enclosed please find the following items:

1. 1999 Limited Partnership Annual Report for Maitland Concourse, Ltd.;
2. A copy of the Maitland Concourse, Ltd., Certificate of Limited Partnership;
3. A copy of the 1998 Annual Report filed by the Department of State on April 27, 1999, together with my April 21, 1998, letter transmitting the same;
4. A copy of the Corporate Detail Record Screen as currently on file with the Department of State;
5. Duplicate original Maitland Concourse, Ltd., Certificate of Amendment; and
6. Our firm check in the amount of \$246.25 made payable to the Florida Department of State in payment of the filing fees (\$141.25 for filing the Annual Report, \$52.50 for filing the Certificate of Amendment, and \$52.50 for a certified copy of the Certificate of Amendment);

As you can see, this Annual Report is being filed late, as it was last year under the enclosed April 21, 1998, cover letter. This report is being filed late due to the Department's error not having been corrected and the Withdrawing General Partner again not receiving the Annual Report form. Due to protracted adversarial negotiations that resulted in the withdrawal of the Withdrawing General Partner, the continuing General Partner did not receive the Partnership records indicating no Annual

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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Amended  
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FF \$52.50  
CC \$52.50

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Name	
Availability	
Document Examiner	
Updater	
Under Verifier	
Acknowledgement	
W. P. Ventyer	

Division of Corporations

November 9, 1999

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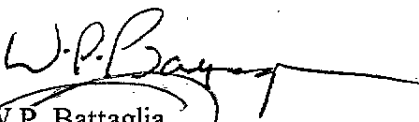
Report was filed for 1999. The Partnership again requests a waiver of all penalties and reinstatement fees as the late filing is attributable to a continuing error on the part of the Department of State. ✓

To refresh the Department's memory in this regard and as set forth in the enclosed April 21, 1998, letter to you, please note under Section 5 of the Certificate of Limited Partnership, the Partnership mailing address is listed as "255 E. Robinson Street, Suite 500, **Orlando, Florida, 32801.**" The Corporate Detail Record Screen reflects the address to which the Annual Report form would have been sent, although one likewise was not received by the Partnership for the current year, as 255 E. Robinson Street, Suite 500, **Winter Park, Florida, 32789.** As the error causing the Partnership's failure to file the Annual Report is once again that of the Department of State, the Partnership asks that this Annual Report be filed and all penalties and fees waived. ✓

Hopefully, the filing of the Certificate of Amendment will cause a change in the addresses and rectify this problem in the future. If it will not, please advise the undersigned how the same may be accomplished. ✓

Thank you for your assistance and consideration of this request. Please feel free to contact the undersigned if additional information or documentation is required. ✓

Yours very truly,

  
W.P. Battaglia

WPB/bjs

Enclosures

cc: Mr. R.E. Battaglia  
Ms. M. Faye Akers

**Maitland Concourse, Ltd.  
Certificate of Amendment**

The undersigned general partners deliver this Certificate of Amendment Maitland Concourse, Ltd., for filing with the Florida Department of State pursuant to §620.109 of the Florida Revised Limited Partnership Act (1986) (the "Act"), amending the Certificate of Limited Partnership.

1. Name. The name of the limited partnership is Maitland Concourse, Ltd.
2. Original Certificate. The Certificate of Limited Partnership was filed on May 27, 1997.

3. Amendments. The Certificate of Limited Partnership is amended to reflect the withdrawal of Faison Capital Development, Inc., as a general partner of the Partnership and to change the Recordkeeping Office, Registered Office, Partnership Mailing and General Partner Business Addresses, by deleting Sections 2, 3, 4 and 5 of the Certificate in their entirety and substituting in their place, the following:

2. General Partner. The name and the business address of the General Partner of the Limited Partnership is:

BPL Maitland Concourse, Inc.  
a Florida corporation  
P. O. Box 3010  
Winter Park, Florida 32790-3010

3. Recordkeeping Office. The address of the office at which the records of the partnership are maintained pursuant to the Act is:

100 Lincoln Avenue  
Winter Park, Florida 32789.

4. Registered Agent and Registered Office. The name and address of the agent for service of process is:

W.P. Battaglia  
100 Lincoln Avenue  
Winter Park, Florida 32789

5. Partnership Mailing Address. The mailing address for the limited partnership is:

P. O. Box 3010  
Winter Park, Florida 32790-3010.

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TALLAHASSEE, FLORIDA

4. Affirmation. The General Partners hereby acknowledges that pursuant to the Act:

4.1 The execution of this Affidavit by the General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true;

4.2 The General Partners accept the liability imposed by the Act on a General Partner for a false statement contained in this Certificate; and

4.3 If, after the execution of this Certificate, the General Partners know that any arrangement or other fact described in this Certificate has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Certificate to be canceled or amended, or file a petition for its cancellation or amendment pursuant to the Act.

Executed this 30<sup>th</sup> August, 1999 day of ~~June, 1998~~.

BPL MAITLAND CONCOURSE, INC.,  
a Florida corporation,  
General Partner

By: R.E. Battaglia  
R.E. Battaglia, President

FAISON CAPITAL DEVELOPMENT, INC.,  
a North Carolina corporation,  
Withdrawing General Partner

By: Michael S. Jones  
Its: Vice President