



THE UNITED STATES
CORPORATION
COMPANY

B000000000131

ACCOUNT NO. : 072100000032

REFERENCE : 642976 7209699

AUTHORIZATION :

COST LIMIT *Patricia Pyzdek* \$ 743.75

ORDER DATE : March 29, 2000

ORDER TIME : 3:23 PM

ORDER NO. : 642976-005

600003129106--6

CUSTOMER NO: 7209699

CUSTOMER: Mr. Eric .. Rosenberg
Zevnik, horton, guibord, mcgovern
1330 Avenue Of The Americas
11th Floor
New York, NY 10019

FOREIGN FILINGS

NAME: THE THORNWATER COMPANY, L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ellyn Herndon

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 20 AM 11:04

RECEIVED
00 MAR 29 PM 3:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Mr
4/20



RESUBMIT

Please give original
submission date as file date.

FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 29, 2000

ELLYN HERNDON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: THE THORNWATER COMPANY, L.P.
Ref. Number: W00000008428

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 20 AM 11:04

We have received your document for THE THORNWATER COMPANY, L.P. and the authorization to debit your account in the amount of \$743.75. However, the document has not been filed and is being returned for the following:

In Item 8, you must list the address of the partnership's registered office in New York, or if it is not required to have a registered office, you should list the address of its principal office.

Also, before this partnership can be qualified in Florida, its general partner -- THORNWATER ADVISORY GROUP, LTD. -- must be qualified here.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 100A0001

RECEIVED
00 APR 20 PM 4:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

FILED STATE
SECRETARY OF CORPORATIONS
00 APR 20 AM 11:04
DIVISION OF CORPORATIONS

1. The Thornwater Company, L.P.
(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. New York
(State of Formation)
4. March 3, 1994
(Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Ways Street
(Street Address of Registered Office)
Tallahassee Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
Judith S. Blawett
(Agent must sign on this line)
8. 99 Wall Street, New York, New York 10005
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Thornwater Advisory Group, Ltd. 99 Wall Street, New York, NY 10005
FOU000602194
10. c/o Zevnik Horton et al., 1330 Avenue of the Americas, New York, NY 10019
(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. 99 Wall Street, New York, New York 10005

(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 28th day of March, 2000

Robert Grabowski

General Partner
Thornwater Advisory Group, Ltd. By: Robert Grabowski

STATE OF New York

COUNTY OF New York

On this 28th day of March, 2000

Robert Grabowski

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Steven Altman
(Notary's Printed Name)

Seal

My Commission Expires:

STEVEN ALTMAN
Notary Public, State of New York
No. 01AL4812626
Qualified in Kings County NY
Commission Expires March 30, 1998 8/25/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 20 AM 11:04


AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Robert Grabowski, Principal of Thornwater Advisory Group
a general partner of The Thornwater Company L.P., a (an) New York
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 2,450,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100,000.

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 28th day of March, 2000.



General Partner
Thornwater Advisory Group, Ltd.,
By: Robert Grabowski

STATE OF New York

COUNTY OF New York

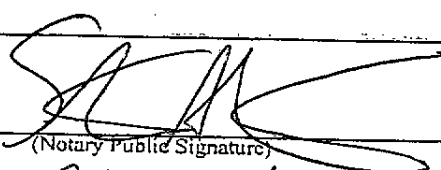
On this 28th day of March, 2000

Robert Grabowski

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____


(Notary Public Signature)

Steven Altman
(Notary's Printed Name)

Seal

My Commission Expires March 30, 1998
Notary Public, State of New York
No. 01AL4812626
Qualified in Kings County, NY
Commission Expires 8/25/00