

Law Offices

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	Tel Aviv

May 31, 2000

TAMMY L. KNIGHT  
(954) 468-7939

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knight@hklaw.com

## VIA FEDERAL EXPRESS

Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

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Re: **Blue Water Investments, L.P.**  
**a Georgia Limited Partnership**

W-14275

Dear Sir or Madam:

Enclosed please find one original Application by Foreign Limited Partnership for Authorization to Transact Business in Florida and one original Certificate of Good Standing. I have also enclosed the appropriate filing fees of \$1,785.00 payable to the Department of State. Please acknowledge filing by returning to me one stamped copy in the enclosed stamped self-addressed envelope.

If you have any questions or comments, please feel free to contact me.

Sincerely,

Holland & Knight LLP

*Tammy L. Knight*

Tammy L. Knight

TLK:av

Enclosures

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 6, 2000

HOLLAND & KNIGHT LLP  
PO BOX 14070  
FORT LAUDERDALE, FL 33301

SUBJECT: BLUEWATER INVESTMENTS, LP  
Ref. Number: W00000014275

We have received your document for BLUEWATER INVESTMENTS, LP, and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 200A00031779

00 JUN 11 11:00  
TALLAHASSEE  
FILED

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

1. Blue Water Investments, L.P.  
(Name of limited partnership as it is in the home state)
2. Blue Water of Atlantis Investments, L.P.  
(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.")

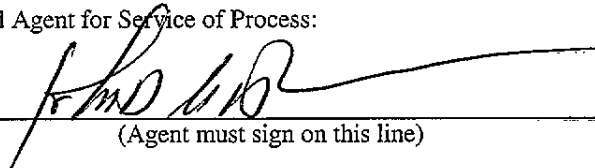
3. Georgia 4. 9/27/99  
(State of Formation) (Date of Formation)

5. John D. Corbitt, Jr.  
(Name of Registered Agent for Service of Process)

6. 142 J.F.K. Circle  
(Street Address of Registered Office)

- Atlantis Florida 33462  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

  
(Agent must sign on this line)

8. 1201 W. Peachtree Street, Suite 2000  
Atlanta, Georgia 30309  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

- |  |   |
|--|---|
| <u>Blue Water Holdings, Inc.</u>             | <u>30 Old Rudnick Lane, Dover, Delaware 19901</u> |
| <u>Blue Water of Atlantis Holdings, Inc.</u> | <u>F-306A</u>                                     |

10. 142 J.F.K. Circle, Atlantis, Florida 33462  
(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. 1201 W. Peachtree Street, Suite 2000

Atlanta, Georgia 30309

(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 25 day of April, 2000

[Signature]  
General Partner

STATE OF FLORIDA

COUNTY OF West Palm Beach

On this 25<sup>th</sup> day of April, 2000

John D. Corbitt

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

[Signature]  
(Notary Public Signature)

Lori Leonetti  
(Notary's Printed Name)

Seal

My Commission Expires: 7/21/00



LORI LEONETTI  
My Comm Exp 7/21/00  
Bonded By Service Ins  
No. 0157952

☒ Personally Known ☐ Other I D.

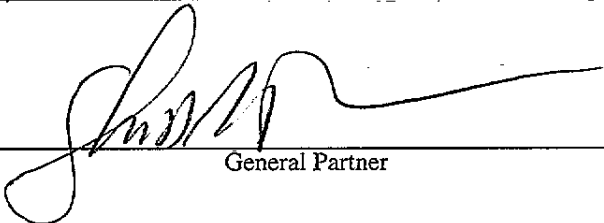
# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Blue Water Holdings, Inc.,  
a general partner of Blue Water Investments, L.P., a (an) Georgia  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$250,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 250,000.

*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 25 day of April, 2000.

  
General Partner

STATE OF FLORIDA

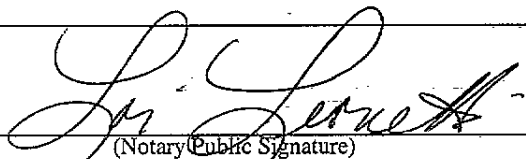
COUNTY OF West Palm Beach

On this 25<sup>th</sup> day of April, 2000


John D. Corbitt, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

  
(Notary Public Signature)

Lori Leonetti  
(Notary's Printed Name)

Seal  LORI LEONETTI  
My Comm. Exp. 7/21/00  
Printed By Service Inc  
No. G 2870528  
I personally know ( ) Other ( )

My Commission Expires: 7/21/00