

STI ST. IVES REALTY, INC.
REAL ESTATE DEVELOPERS

December 19, 2000

B010000000022

Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

700003509257--9
-12/20/00--01082--006
***1596.00 ***1596.00

**RE: Application By Foreign Limited Partnership For Authorization to Transact Business in
Florida: S-SI Lake Wales, L.P. and Lake Wales Venture No. One, L.P.**

Ladies and Gentlemen:

700003509257--9
-01/22/01--01086--001
*****35.00 *****35.00

Enclosed please find two applications as referenced above for S-SI Lake Wales, L.P. and Lakes
Wales Venture No. One, L.P. along with the require fees for each application.

They are:

S-SI Lake Wales, L.P.	Check number 2445	\$1,596.00
Lake Wales Venture No. One, L.P.	Check number 2444	\$1,596.00

Upon registration, please send recordation by facsimile to 972/235-3570 with hard copy to the
address on the application.

Should you have any questions, please do not hesitate to call me at 972/235-7888.

Sincerely,

Linda Cumming

Linda Cumming

cc: Richard Romano 904/398-3175
L.J. Johnson 214/954-9541

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01 JAN 22 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 28, 2000

LINDA CUMMINGS
ST IVES REALTY INC
100 N CENTRAL EXPRESSWAY SUITE 810
RICHARDSON, TX 75080

SUBJECT: S-SI LAKE WALES, L.P.
Ref. Number: W00000030233

We have received your document for S-SI LAKE WALES, L.P. and check(s) totaling \$1596.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy (15 pages or less, \$1 for each additional page after initial 15 pages)	\$52.50
Registered Agent/Office Change	\$35
Name Reservation (120 days nonrenewable)	\$35
Amendment (other than specified)	\$52.50
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions \$7 per \$1000 on increase only (\$52.50 minimum-\$1750 maximum)	
Certificate of Status or Fact	\$8.75
Cancellation	\$52.50
Resignation of Registered Agent	\$87.50
LP Annual Report/Uniform Business Report	

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TALLAHASSEE, FLORIDA

\$7 per \$1000 of invested capital
(\$52.50 minimum - \$437.50 maximum)
plus Supplemental Fee of \$138.75

Reinstatement

(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report/uniform business report fees)

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 800A00064677

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TALLAHASSEE, FLORIDA

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

1. S-SI Lake Wales, 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. Texas 4. October 2000
(State of Formation) (Date of Formation)
5. Cornerstone Management & Leasing, Inc.
(Name of Registered Agent for Service of Process)
6. 1936 San Marco BLvd.
(Street Address of Registered Office).
- Jacksonville, Florida 32207
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
- Richard M. Remond
(Agent must sign on this line)
8. 100 N. Central Expressway, Suite 810
Richardson, TX 75080
(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>Troy Bathman</u> | <u>100 N. Central Expressway Suite 810</u>
<u>Richardson, TX 75080</u> |
| <u>James E. Gissler</u> | <u>100 N. Central Expressway Suite 810</u>
<u>Richardson, TX 75080</u> |
10. 100 N. Central Expressway Suite 810 Richardson, TX 75080
(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

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TALLAHASSEE, FLORIDA

12. 100 N. Central Expressway Suite 810

Richardson, TX 75080

(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 15 day of November, 2000.

[Signature]
General Partner

STATE OF

Texas

COUNTY OF

Dallas

On this 15 day of November, 2000.

JAMES E. GISSLER

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Linda Cumming
(Notary Public Signature)

Linda Cumming
(Notary's Printed Name)

My Commission Expires: 8-14-01



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared JAMES E. GISSLER
a general partner of S-SI Lake Wales, L.P., a (an) Texas
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 228,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 228,000.

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 15 day of November, 2000.

James E. Gissler
General Partner

STATE OF Texas
COUNTY OF Dallas

On this 15 day of November, 2000,

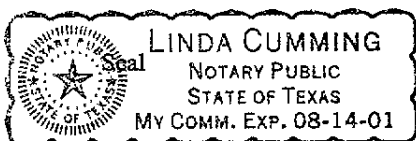
James E. Gissler, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Linda Cumming
(Notary Public Signature)

Linda Cumming
(Notary's Printed Name)



My Commission Expires: 8-14-01

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
of
S-SI LAKE WALES, L.P.

THIS CERTIFICATE OF LIMITED PARTNERSHIP (the "Certificate") is dated as of October 4, 2000, and is made by S-SI LAKE WALES VENTURE NO. ONE, L.P., a Texas limited partnership, as General Partner of S-SI LAKE WALES, L.P., a Texas limited partnership (the "Partnership") for the purpose of complying with Section 2.01 of the Revised Limited Partnership Act (the "Act") and any revisions thereto:

1. The name of the limited partnership is S-SI Lake Wales, L.P.
2. The address of the registered office of the Partnership is 100 North Central Expressway, Suite 810, Richardson, Texas 75080, and the name and address of the registered agent for service of process is James E. Gissler, 100 North Central Expressway, Suite 810, Richardson, Texas as 75080.
3. The address of the principal office of the Partnership in the United States where records are to be kept or made available under the Act is 100 North Central Expressway, Suite 810, Richardson, Texas as 75080.
4. The name and the street address of the business of the General Partner of the Partnership is as follows: Lake Wales Venture No. One, L.P., 100 North Central Expressway, Suite 810, Richardson, Texas as 75080.

EXECUTED this the 4th day of October, 2000.

S-SI LAKE WALES, L.P.
a Texas limited partnership

By: Lake Wales Venture No. One, L.P.,
a Texas limited partnership,
its General Partner

By: St. Ives Holdings, L.L.C.
a Texas limited liability company,
its General Partner

By: St. Ives, Inc.
a Texas corporation,
its Manager

By: 
Name: James E. Gissler
Title: Vice President