

601000000082 *nd*

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000025891 2)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 922-4003

From: Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

FILED
01 MAR 12 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 MAR 12 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

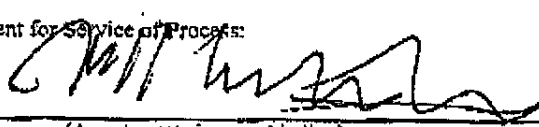
FOREIGN LIMITED PARTNERSHIP

CITIZENS ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$140.00

H01000025891

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

1. Citizens Associates, Ltd.
(Name of limited partnership as it is in the home state)
2. N/A
(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. November 30, 1982
(State of Formation) (Date of Formation)
5. Jeffrey Schottenstein
(Name of Registered Agent for Service of Process)
6. 1000 Brickell Avenue, Suite 910
(Street Address of Registered Office)
Miami Florida 33131
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:

(Agent must sign on this line)
8. 1000 Brickell Avenue, Suite 910
Miami, Florida 33131
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Citizens Associates, Inc. 1000 Brickell Avenue, Suite 910
Miami, Florida 33131
10. 1000 Brickell Avenue, Suite 910, Miami, Florida 33131
(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

H01000025891

SECRET
STATE
TALLAHASSEE, FLORIDA

01 MAR 12 PM 1:57

FILED

H01000025891

12. 1000 Brickell Avenue, Suite 910Miami, Florida 33131

(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 March day of 2001Citizens Associates, Inc.By: Jeffrey Schottenstein

General Partner

Jeffrey Schottenstein, President

STATE OF FLORIDACOUNTY OF MIAMI-DADEOn this March day of 2001

Jeffrey Schottenstein as President of Citizens/Associates, Inc. personally appeared before me,

☒ who is personally known to me☐ whose identity I proved on the basis of _____

John Jones
(Notary Public Signature)

JOHN JONES

(Notary's Printed Name)

Seal

My Commission Expires: 9/13/04

FILED

01 MAR 12 PM 1:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01000025891

H01000025891

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Jeffrey Schottenstein as President of Citizens Associates, Inc.
 a general partner of Citizens Associates, Ltd., a (dn) Georgia
 limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 3,750,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

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 day of March, 2001.

Citizens Associates, Inc.

By: [Signature]

General Partner

Jeffrey Schottenstein, President

STATE OF FLORIDA

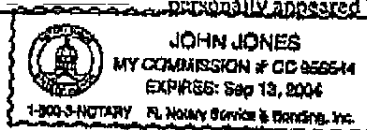
COUNTY OF MIAMI-DADE

On this day of March, 2001.

Jeffrey Schottenstein as President of
 Citizens Associates, Inc.

personally appeared before me.

- ☒ who is personally known to me
☐ whose identity I proved on the basis of



[Signature]
 (Notary Public Signature)

JOHN JONES
 (Notary's Printed Name)

Seal

My Commission Expires: 9/13/04

H01000025891

FILED

01 MAR 12 PM 1:57

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA