



BO1000000440

ACCOUNT NO. : 072100000032

REFERENCE : 344112 7198893

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ ~~882.75~~

FILED
DEC 14 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 12, 2001

96.25

ORDER TIME : 1:04 PM

ORDER NO. : 344112-060

400004727134--7

CUSTOMER NO: 7198893

CUSTOMER: Ms. Allison Forrester.
Post & Heymann Llp Ii
Suite 214
100 Jericho Quandrangle
Jericho, NY 11753

FOREIGN FILINGS

BK

NAME: NEWKIRK LARLOOSA L.P.

XXXX QUALIFICATION (TYPE: LP)

File 2nd

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT: PERSON *Susie Knight* -- EXT# 1156
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

EXAMINER: _____

01 DEC 14 PM 3:18

RECEIVED

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

FILED
DEC 14 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Newkirk Larloosa 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. Delaware 4. 12/6/01
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

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

Corporation Service Company

By: George Byron
(Agent must sign on this line)

8. 2711 Centerville Rd, Suite 400,
Wilmington DE 19808
(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>Newkirk Larloosa</u>	<u>100 Jericho Quadrangle</u>
<u>GP LLC</u>	<u>Suite 214</u>
	<u>Jericho, NY 11753</u>

10. 100 Jericho Quadrangle, Suite 214 Jericho, NY 11753
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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. 100 Jericho Quadrangle, Suite 214
Jericho, NY 11753

(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 7th day of December, 2001

See Attachment

General Partner

STATE OF New York

COUNTY OF Nassau

On this 7th day of December, 2001

John Albc, the Vice President of MLP Manager Corp., the manager
NewKirk Larlooss GP LLC, the general partner of the Partnership, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Allison Forrester
(Notary Public Signature)

Allison Forrester
(Notary's Printed Name)

Seal

My Commission Expires:

1/26/2003

ALLISON FORRESTER
Notary Public, State of New York
No. 01FO4883541
Qualified in Nassau County
Commission Expires January 26, 2003

FILED
01 DEC 14 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Newkirk Larloosa L.P.

By: Newkirk Larloosa GP LLC,
its general partner

By: MLP Manager Corp.,
its manager

By: 
John Alba
Vice President

FILED
01 DEC 14 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

* the VP of MLP Manager Corp.,
the manager of

BEFORE ME the undersigned personally appeared

John Alba Newkirk Larloose GP LLC
the a general partner of Newkirk Larloose L.P., a (an) Delaware

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 120,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 5,000.00

FILED
DEC 14 PM 5:02
CLERK OF STATE
TALLAHASSEE, FLORIDA

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 7th day of December, 2001.

See Attachment
General Partner

STATE OF New York

COUNTY OF Nassau

On this 7th day of December, 2001,

John Alba, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Allison Forrester
(Notary Public Signature)

(Notary's Printed Name)

ALLISON FORRESTER
Notary Public, State of New York
No. 01FO4883541
Qualified in Nassau County
Commission Expires January 26, 2003

Seal

My Commission Expires: _____

Newkirk Larloosa L.P.

By: Newkirk Larloosa GP LLC,
its general partner

By: MLP Manager Corp.,
its manager

By: 
John Alba
Vice President

FILED
01 DEC 14 PM 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA