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TALLAHASSEE, FL 32303

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PLEASE REPLY TO: SARASOTA

January 10, 2002

Certified Mail No. 7000-1670-0002-9605-7268
Return Receipt Requested

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Shady Road and Paddock Park MHP Communities, L.P.

Dear Madam/Sir:

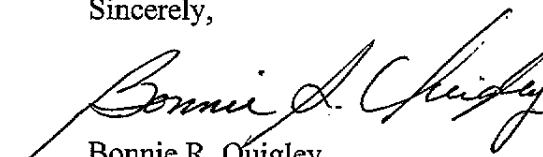
800004776188--9
-01/15/02--01061--001
***1875.00 ***1875.00

Enclosed please find the following documents

1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida.
2. Affidavit of Capital Contribution for a Foreign Limited Partnership
3. Check in the amount of \$1,875.00 representing:
 - a. Filing Fee: \$ 100.00
 - b. Registered Agent Fee: 25.00
 - c. Capital Contribution Fee: 1,750.00
\$ 1,875.00

Should you have any questions, please do not hesitate to contact our office toll free at 877-951-1800

Sincerely,


Bonnie R. Quigley
Paralegal

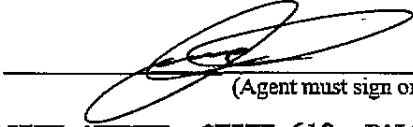
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JAN 15 AM 10:06

Encs.

cc: Ben Ivy - w/o encs.
Jim Ford - w/o encs.

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

1. SHADY ROAD AND PADDOCK PARK MHP COMMUNITIES, 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. CALIFORNIA 4. 12/23/1999
(State of Formation) (Date of Formation)
5. JIM FORD
(Name of Registered Agent for Service of Process)
6. 6300 QUEENSBURY BOULEVARD
(Street Address of Registered Office)
- SARASOTA, Florida 34231
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:

(Agent must sign on this line)
8. 525 UNIVERSITY AVENUE, SUITE 610, PALO ALTO, CALIFORNIA 94301
(Address of registered office required in state of formation or, if not required, address of principal office.)
- | 9. NAMES OF GENERAL PARTNERS | STREET ADDRESS |
|---|---|
| BEN F. IVY, AS TRUSTEE OF THE BEN F.
IVY LIVING TRUST U/A/D APRIL 28, 1983 | 525 UNIVERSITY AVENUE, SUITE 610
PALO ALTO, CALIFORNIA 94301 |
| | |
| | |
10. 525 UNIVERSITY AVENUE, SUITE 610, PALO ALTO, CALIFORNIA 94301
(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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12. 525 UNIVERSITY AVENUE, SUITE 610, PALO ALTO, CALIFORNIA 94301

(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 3rd day of DECEMBER, 2001
SHADY ROAD AND PADDOCK PARK MHP COMMUNITIES, L.P., a California limited partnership
BY: BEN F. IVY, AS TRUSTEE OF THE BEN F. IVY LIVING TRUST U/A/D APRIL 28, 1983
Ben F. Ivy, Trustee
General Partner

STATE OF Florida

COUNTY OF Sarasota

On this 3rd day of December, 2001

Ben F. Ivy, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

and who executed the foregoing instrument on behalf of the partnership

Joyce A. Burda
(Notary Public Signature)



Joyce A. Burda
Commission # 00872361
Bonded Thru Oct. 8, 2003
Atlantic Bonding Co., Inc.

Seal

My Commission Expires: _____

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DIVISION OF CORPORATIONS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEN F. IVY, AS TRUSTEE OF THE BEN F. IVY
 BEFORE ME the undersigned personally appeared LIVING TRUST U/A/D APRIL 28, 1983
SHADY ROAD AND PADDOCK PARK MHP
 a general partner of COMMUNITIES, L.P., a (STATE) CALIFORNIA
 limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$250,000.00 (original)
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$250,000.00.

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 3rd day of December, 2001.
SHADY ROAD AND PADDOCK PARK MHP COMMUNITIES, L.P., a California limited partnership
 BY: BEN F. IVY, AS TRUSTEE OF THE BEN F. IVY LIVING TRUST U/A/D APRIL 28, 1983

B. F. Ivy, Trustee
 General Partner

STATE OF Florida
 COUNTY OF Sarasota

On this 3rd day of December, 2001,

BEN F. IVY, AS TRUSTEE OF THE BEN F. IVY LIVING TRUST U/A/D APRIL 28, 1983, As
 General Partner of SHADY ROAD AND PADDOCK PARK MHP COMMUNITIES, L.P., a California
 limited partnership, personally appeared before me,

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

and who executed the foregoing instrument on behalf of the partnership.

Joyce A. Burda
 (Notary Public Signature)



Joyce A. Burda
 Commission # CG 872361
 Notary Public, State of Florida
 Bonded Thru
 Atlantic Bonding Co., Inc.

Seal

My Commission Expires: _____

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 DIVISION OF CORPORATIONS
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