



B02000000094

ACCOUNT NO. : 072100000032

REFERENCE : 490043 4373439

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 140.00

FILED
02 MAR 25 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 22, 2002

ORDER TIME : 4:25 PM

ORDER NO. : 490043-040

CUSTOMER NO: 4373439

CUSTOMER: Ms. Felicia Durkin
Akin, Gump, Strauss, Hauer &
19th Floor
590 Madison Avenue
New York, NY 10022

200005153132

FOREIGN FILINGS

NAME: METRA CROSS POOL 2, LP

XXXX QUALIFICATION (TYPE: LP)

Ce

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

BK

CONTACT PERSON: Norma Hull -- EXT#

EXAMINER: _____

RECEIVED
02 MAR 25 AM 11:27
DIVISION OF CONFIRMATION

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

02 MAR 25 PM 3:17
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. Metra Cross Pool 2, LP
(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. March 4, 2002
(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: Brian Courtney
Asst. V. Pres.
(Agent must sign on this line)

8. c/o Third Millennium Group, LLC, 7700 Congress Avenue, Suite 3106,
Boca Raton, Florida 33487

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Metra Cross Pool 2 GP, LLC

c/o Third Millennium Group, LLC
7700 Congress Avenue, Suite 3106
Boca Raton, Florida 33487

M0200000768

c/o Third Millennium Group, LLC
7700 Congress Avenue, Suite 3106, Boca Raton, Florida 33487

10. _____
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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. c/o Third Millennium Group, LLC, 7700 Congress Avenue, Suite 3106,

Boca Raton, Florida 33487

(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 28 day of February, 2002.

See signature and notary block pages annexed hereto.
General Partner

STATE OF _____

COUNTY OF _____

On this _____ day of _____,

_____, personally appeared before me,

☐ who is personally known to me

☐ whose identity I proved on the basis of _____

(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

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02 MAR 25 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared _____
a general partner of _____, a (an) _____
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purpose 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 28 day of February, 2002.

See signature and notary block pages annexed hereto.
General Partner

STATE OF _____

COUNTY OF _____

On this _____ day of _____,

_____, personally appeared before me,

☐ who is personally known to me

☐ whose identity I proved on the basis of _____

(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

FILED
02 MAR 25 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

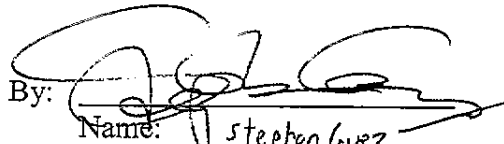
GOVERNOR'S SQUARE

02 MAR 25 PM 3:17
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

METRA CROSS POOL 2, LP.,
a Delaware limited partnership

By: **Metra Cross Pool 2 GP, LLC**, a Delaware
limited liability company, its general partner

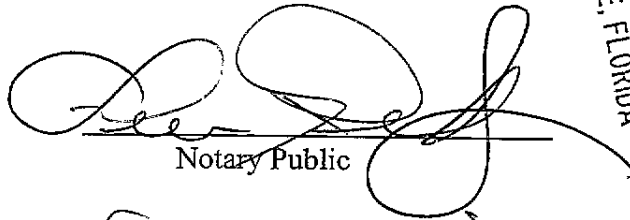
By: **Metra Capital, LLC**,
a Delaware limited liability company,
its sole member

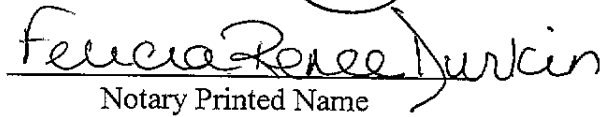
By: 
Name: *Stephen Guez*
Title: *Authorized person*

STATE OF NEW YORK)

COUNTY OF NEW YORK)

On this 1st day of March 2002, personally appeared before me Stephen Guez,
is personally known to me.


Notary Public


Notary Printed Name

My Commission Expires
FELICIA RENEE DURKIN
Notary Public, State of New York
No. 5009215
Qualified in Nassau County
Commission Expires March 8, 2003

FILED
02 MAR 25 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA