



# B02000000101

ACCOUNT NO. : 072100000032

REFERENCE : 490043 4373439

AUTHORIZATION :

COST LIMIT : \$ 140.00

FILED  
MAR 25 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : March 22, 2002

ORDER TIME : 4:21 PM

ORDER NO. : 490043-005

CUSTOMER NO: 4373439

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

300005153183--5

FOREIGN FILINGS

NAME: METRA BAY ANCHOR, LP

XXXX QUALIFICATION (TYPE: LP)

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  
MAR 25 AM 11:26  
DIVISION OF CORPORATION

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

FILED  
MAR 25 PM 3:58  
TALLAHASSEE, FLORIDA

1. Metra Bay Anchor, 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

(State of Formation)

4.

March 4 2002

(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

(City)

Florida 32301

(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

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

Metra Bay Anchor GP, LLC

MO2 000000776

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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

2. c/o Third Millennium Group, LLC, 7700 Congress Avenue, Suite 1106,

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: \_\_\_\_\_

FILED  
MAR 25 PM 3:58  
SECRETARY OF STATE  
FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

FILED  
02 MAR 25 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 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 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 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

[Bay Anchor]

GENERAL PARTNER:

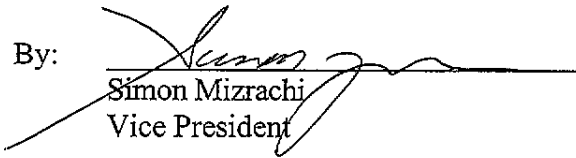
Metra Bay Anchor GP, LLC, a Delaware limited liability company

By: Metra Capital, LLC, its sole member

By: Third Millennium Partners, LLC, its managing member

By: GM 1 Partners, Inc., its managing member

By:

  
Simon Mizrachi  
Vice President

STATE OF New York

COUNTY OF New York

On this 1 day of March 2002, personally appeared before me  
Simon Mizrachi, who is personally known to me or whose identity I proved  
on the basis of \_\_\_\_\_

  
Notary Public

Felicia Renee Durkin  
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, 20 03