

COBB & EISENBERG LLC

ATTORNEYS

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TWO SOUNDVIEW DRIVE, SUITE 100
GREENWICH, CONNECTICUT 06830
TELEPHONE (203) 622-7600

B02000000237
March 26, 2002

VIA FEDERAL EXPRESS

Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, FL 32314

900005171509--3

-03/27/02--01037--001

****344.19 ****168.00

344.19

Re: Sabre Value Fund LP

Dear Sir or Madam:

Enclosed for filing please find (a) the Application by Foreign Limited Partnership for Authorization to Transact Business in Florida (*2 copies*) by Sabre Value Fund LP (the "Partnership"), a Delaware limited partnership, (b) an Affidavit of Capital Contributions for a Foreign Limited Partnership by the Partnership, along with (c) a check in the amount of \$344.19 made payable to the Florida Department of State, in satisfaction of the applicable filing fees.

Please acknowledge receipt of this letter and the enclosed documents by date stamping the duplicate of this letter and returning it in the self-addressed stamped envelope. Should you have any questions regarding this matter or require any further documentation, please do not hesitate to call the undersigned at (203) 254-0000.

Sincerely,

Bethany Oleynick
Bethany Oleynick
Paralegal

W02-913

Enclosures

cc: Sabre Value Fund LP

01160/00717/00671

02 JUL -3 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

1-302



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 2, 2002

COBB & EISENBERG LLC
BETHANY OLEYNICK
TWO SOUNDVIEW DR., STE. 100
GREENWICH, CT 06830

SUBJECT: SABRE VALUE FUND LP
Ref. Number: W02000009113

We have received your document for SABRE VALUE FUND LP and your check(s) totaling \$344.19. However, the enclosed document has not been filed and is being returned for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 702A00019287

02 JUL - 3 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
FILED

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

1. Sabre Value Fund 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.")

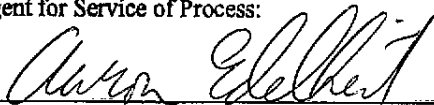
3. Delaware 4. December 20, 2001
(State of Formation) (Date of Formation)

5. Aaron M. Edelheit
(Name of Registered Agent for Service of Process)

6. 902 Clint Moore Road, Suite 100
(Street Address of Registered Office)

Boca Raton, Florida 33487
(City) (Zip Code)

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


(Agent must sign on this line)

8. c/o National Corporate Research, Ltd., 615 South Dupont Highway, Dover, DE 19901

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

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Sabre Value Management, Inc., 902 Clint Moore Road, Suite 100, Boca Raton, FL 33487
FOZ 000003438

10. 902 Clint Moore Road, Suite 100, Boca Raton, FL 33487
(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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

12. c/o Sabre Value Management, Inc., 902 Clint Moore Road, Suite 100, Boca Raton, FL 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.

Aaron Edelheit Aaron M. Edelheit, President of Sabre Value Management, Inc. the
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 _____

Sherry Ann LaRusso
(Notary Public Signature)

Sherry Ann LaRusso
(Notary's Printed Name)



Sherry Ann LaRusso
Commission # CC 943981
Expires June 11, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

Seal

My Commission Expires:

APPROVED
AND
FILED
02 JUL -3 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Aaron M. Edelheit, President of Sabre Value Management, Inc.
a general partner of Sabre Value Fund LP, 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 \$ 4,416,920.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 44,169.

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.

Aaron M. Edelheit
General Partner

Aaron M. Edelheit, President of Sabre Value Management, Inc., the 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 _____

[Signature]
(Notary Public Signature)

Sherry Ann LaRusso
(Notary's Printed Name)



Seal

My Commission Expires:

Sherry Ann LaRusso
Commission # CC 943981
Expires June 11, 2004
Bonded thru
Atlantic Bonding Co., Inc.

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