

B03000000073

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

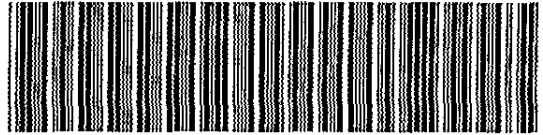
Name
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Document
Examiner DCC

Updater Office Use Only

Updater
Reviewer DCC

Acknowledgement DCC



200009368962

03/07/03--01025--009 **1365.00

12/13/02--01041--013 **385.00

03/07/03--01025--010 **35.00

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03 FEB 25 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TAX _____
FILING FEE 1400.00
R. A. FEE FEE _____
S. FEE _____
S. FEE _____
S. FEE DUE _____
REFUND _____

TC
\$50,000.00
100,000.00

6P
date of formation

LAW OFFICES
MICHAEL LAPAT

3300 University Drive
Suite #311
Coral Springs, Florida 33065
(954) 345-6442
(954) 344-0288 (Fax)

Three First National Plaza
70 West Madison Street, Suite #400
Chicago, Illinois 60602
(312) 641-3723
(312) 368-1361 (Fax)

Please Reply to Florida Office

February 18, 2003

Diane Cushing, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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03 FEB 25 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Cushing:

Enclosed, please find a new Application by Foreign Limited Partnership for Authorization to Transact Business in Florida for Southpoint Capital Partners, L.P. As per our telephone conversation on February 13, 2003, you stated that the original Application still had not yet been received by your office. Per your instructions, I am enclosing a "new" signed and dated application as well as a copy of your return documentation letter. Please be advised that the amount of capital contributions of the limited partners has changed since our original application date of December 16, 2002. I have enclosed an additional fee of \$1,365.00 to cover this increase. Please send the file stamped copies to this office.

Thank you again for extending the filing fee abandon date for both Southpoint Capital Partners, L.P. and SCP Global Investors, L.P. (Letter No.: 702A00066152).

Should you have any questions, please do not hesitate to contact me at 888-263-4774.

Very truly yours,


Lyn McDonald

llm
enclosure

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Please Reply to Florida Office

February 26, 2003

Diane Cushing, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Cushing:

Thank you for your telephone call yesterday. As per your request, I am enclosing our check in the amount of \$35.00 which will cover the balance due for the registration fee of Southpoint Capital Partners, L.P. Please send the file stamped copies to this office.

Diane, thank you again for all of your kind help with forming these entities.

Should you have any questions, please do not hesitate to contact me at 888-263-4774.

Very truly yours,

Lyn McDonald

llm
enclosure



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 16, 2002

ERIC SALTZMAN
SCP HOLDINGS, INC.
7654 PLAYA RIENTA WAY
DELRAY BEACH, FL 33446

SUBJECT: SOUTHPOINT CAPITAL PARTNERS, L.P.
Ref. Number: W02000035061

We have received your document for SOUTHPOINT CAPITAL PARTNERS, L.P. and your check(s) totaling \$385.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must complete the application in it's entirety. You failed to complete sections 4 and 8.

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) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 402A00066159

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

1. SOUTHPOINT CAPITAL PARTNERS, 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

(State of Formation)

4. FEBRUARY 7, 2003

(Date of Formation)

5. ERIC SALTZMAN

(Name of Registered Agent for Service of Process)

6. 7654 PLAYA RIENTA WAY

(Street Address of Registered Office)

DELRAY BEACH

(City)


Florida

33446

(Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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


(Agent must sign on this line) Eric Saltzman

8. 7654 PLAYA RIENTA WAY

DELRAY BEACH, FLORIDA 33446

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

SOUTHPOINT CAPITAL ASSOCIATES L.L.C.

- 102 - 33628

7654 PLAYA RIENTA WAY

DELRAY BEACH, FLORIDA 33446

10. 7654 PLAYA RIENTA WAY, DELRAY BEACH, FLORIDA 33446

(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. SOUTHPOINT CAPITAL PARTNERS, L.P.

7654 PLAYA RIENTA WAY, DELRAY BEACH, FLORIDA 33446

(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 17th day of February, 2003

[Signature]
General Partner Southpoint Capital Associates, L.L.
BY: Eric Saltzman

STATE OF Florida

COUNTY OF Broward

On this 18th day of February, 2003.

ERIC SALTZMAN

, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

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TALLAHASSEE, FLORIDA

[Signature]
(Notary Public Signature)

Alberta Johnson
My Commission CC839226
Expires June 18, 2003

(Notary's Printed Name)

Seal

My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared ERIC SALTZMAN
a general partner of Southpoint Capital Partners, 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 \$ 2,700,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,700,000.00

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 17th day of February, 2003.



General Partner Southpoint Capital Associates, L.L.C.
BY: Eric Saltzman

STATE OF Florida

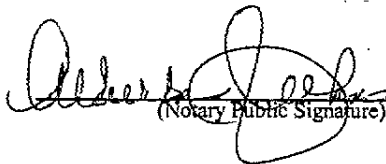
COUNTY OF Broward

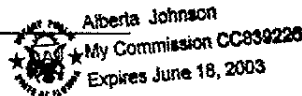
On this 18th day of February, 2003,

_____, 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
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA