

B03 000000154

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

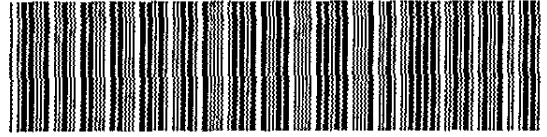
(Document Number)

Certified Copies _____ Certificates of Status _____

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04/29/03--01097--005 **148.75

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TALLAHASSEE FL ONL

11621 Kew Gardens Avenue
Suite 210
Palm Beach Gardens, FL 33410
561/622-8343 Phone
561/622-8455 Fax

**North Shore Capital
Management, L.L.C.**

Memo

To: Registration Section
Florida Division of Corporations
PO Box 6327
Tallahassee, FL 32314

From: Jen Rosen

CC: File

Date: 4/28/03

Re: Registration of a new foreign LP

We have recently set up a new Delaware LP and want to register the company to transact business in Florida.

- Coral Cay, LP

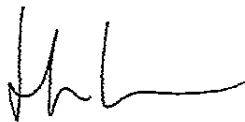
Enclosed please find the paperwork and a check for \$148.75 to cover

- the \$52.50 fee based on the anticipated amount of capital contributions
- the \$35 designation of Registered Agent
- the \$52.50 Certified Copy
- the \$8.75 Certificate under seal

Please send this back to us via FedEx next day regular service, using our account: **2296 31802**

Please contact me if you run into any problems. 561/622-8343.

Thank you



Jen Rosen

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

1. Coral Cay, 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.")

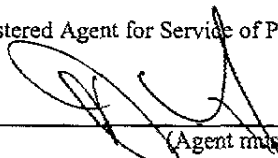
3. Delaware 4. 4/24/03
(State of Formation) (Date of Formation)

5. Doug Reich
(Name of Registered Agent for Service of Process)

6. 11621 Kew Gardens Avenue, Suite 210
(Street Address of Registered Office)

Palm Beach Gardens, Florida 33410
(City) (Zip Code)

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



(Agent must sign on this line)

8. Corporation Service Company, 2711 Centerville Road, #400
Wilmington Delaware 19808
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>Heritage Hill, LLC</u> <i>MOI-1392</i>	<u>11621 Kew Gardens Avenue, Suite 210</u>
	<u>Palm Beach Gardens, FL 33410</u>

10. 11621 Kew Gardens Avenue, Suite 210, Palm Beach Gardens, FL 33410
(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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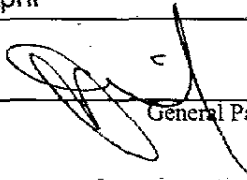
12. 11621 Kew Gardens Avenue, Suite 210

Palm Beach Gardens, FL 33410

(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 28th day of April, 2003


General Partner

STATE OF Florida

COUNTY OF Palm Beach

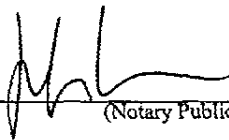
On this 28th day of April, 2003

Doug Reich, personally appeared before me,

who is personally known to me


whose identity I proved on the basis of _____

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(Notary Public Signature)

Jennifer L. Rosen
(Notary's Printed Name)

Seal My Commission Expires: _____

 Jennifer L. Rosen
My Commission DD162599
Expires November 03, 2006

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Doug Reich, Sole Member of the
a general partner of Coral Cay, 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 \$ 1000.00.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1000.00.

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 28th day of April, 2003

General Partner

STATE OF Florida

COUNTY OF Palm Beach

On this 28th day of April, 2003


Doug Reich, personally appeared before me,

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

(Notary Public Signature)

Jennifer L. Rosen
(Notary's Printed Name)

Seal My Commission Expires: _____

 Jennifer L. Rosen
My Commission DD162599
Expires November 03, 2008

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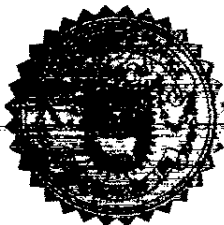
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CORAL CAY, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF APRIL, A.D. 2003.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3650347 8300

AUTHENTICATION: 2382346

030263656

DATE: 04-24-03