

BO3000000291

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

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MAIL

(Business Entity Name)

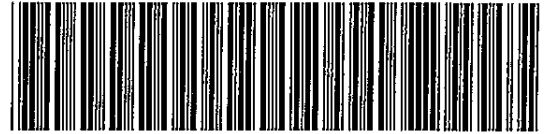
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2003 AUG 21 AM 10:54
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN AUG 22 2003

HALE LANE

ATTORNEYS AT LAW

100 West Liberty Street | Tenth Floor | Reno, Nevada 89501
Telephone (775) 327-3000 | Facsimile (775) 786-6179
Website: <http://www.halelane.com>

JULIET L. SMITH
Paralegal

jsmith@halelane.com
Direct: (775) 327-3069

August 18, 2003

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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2003 AUG 21 AM 10:54
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RE: Causeway Towers Limited Partnership

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the following document(s):

1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida; and
2. Affidavit of Capital Contributions for a Foreign Limited Partnership.

It would be appreciated if you would take the necessary steps to file these documents, and return one (1) certified copy to our office in the envelope provided.

Additionally, I have enclosed a Consent To Use of Name, if required, and our firm's check in the sum of \$1,837.50 which represents the fees for filing, for designation of a registered agent, and to receive a certified copy.

If you have questions regarding this matter or need any additional information, please contact attorney Matthew Woodhead (775) 327-3000 or me at above direct telephone or e-mail.

Sincerely,



Juliet L. Smith
Certified Legal Assistant

vjs
Enclosures

HALE LANE PEEK DENNISON AND HOWARD

LAS VEGAS OFFICE: 2300 West Sahara Avenue | Eighth Floor | Box 8 | Las Vegas, Nevada 89102 | Phone (702) 222-2500 | Fax (702) 365-6940
CARSON CITY OFFICE: 777 East William Street | Suite 200 | Carson City, Nevada 89701 | Phone (775) 684-6000 | Fax (775) 684-6001

CONSENT TO USE OF NAME

Causeway Towers, LLC, a limited liability company organized under the laws of the State of Nevada and qualified as a foreign limited liability company in the State of Florida, hereby consents to the registration of **Causeway Towers Limited Partnership** as a foreign limited partnership in the State of Florida. Both entities are or will be owned by the same companies and/or persons.

IN WITNESS WHEREOF, the said limited liability company has caused this Consent to be executed by its Manager this 6th day of August, 2003.

CAUSEWAY TOWERS, LLC

By: Thomas A. Jermoluk, Manager

STATE OF Florida)
COUNTY OF Dade) ss.

This instrument was acknowledged before me on the 6th day of August, 2003, by Thomas A. Jermoluk.

Notary Public



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

1. Causeway Towers Limited Partnership
(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. Nevada
(State of Formation)

4. August 11, 2003
(Date of Formation)

5. Mario G. De Mendoza III, P.A.
(Name of Registered Agent for Service of Process)

6. 12765 Forest Hill Blvd., Suite 1302
(Street Address of Registered Office)

Wellington, Florida 33414
(City) (Zip Code)

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


(Agent must sign on this line)

8. 550 Brickell Avenue, Suite 400, Miami, FL 33131

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

#F03000003904

Hyperion Development Group, Inc., 550 Brickell Ave., Suite 400, Miami, FL 33131

10. 100 West Liberty Street, Tenth Floor, Reno, Nevada 89501
(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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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

12. 550 Brickell Avenue, Suite 400, Miami, FL 33131

(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 12th day of August, 2003

Hyperion Development Group, Inc.

Harvey L. Armstrong, Sec.
General Partner By: Harvey L. Armstrong
Its: Secretary

STATE OF California

COUNTY OF _____

On this _____ day of August, 2003

Harvey L. Armstrong, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

See attached certificate
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____

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CLERK OF COURTS
PALM BEACH COUNTY, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Harvey L. Armstrong, Secretary of Hyperion Development Group, Inc.
a general partner of Causeway Towers Limited Partnership, a (an) Nevada
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 12,500,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 12,500,000

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 12th day of August, 2003
Hyperion Development Group, Inc.

Harvey L. Armstrong, Sec.
General Partner By: Harvey L. Armstrong
Its: Secretary

STATE OF California
COUNTY OF _____

On this _____ day of August, 2003

Harvey L. Armstrong, personally appeared before me,

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

see attached certificate
(Notary Public Signature)

(Notary's Printed Name)

Seal My Commission Expires: _____

FILED
2003 AUG 21 AM 10:54
CLERK OF CORPORATIONS
TALLAHASSEE, FLORIDA

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Mateo } ss.

On Aug. 12, 2003, before me, Amanda L. Du

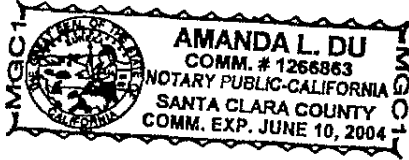
Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Harvey L. Armstrong

Name(s) of Signer(s)

- ☒ personally known to me
☐ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Amanda L. Du
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document Application By Foreign Limited Partnership For
Title or Type of Document: Authorization To Transact Business In Florida

Document Date: Aug. 12, 2003 **Number of Pages:** 2

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: Harvey L. Armstrong

- ☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator

☒ Other: Secretary

Signer Is Representing: Hyperion Development Group, Inc.

RIGHT THUMBPRINT OF SIGNER
 Top of thumb here

FILED
 2003 AUG 21 AM 10:
 GAYLIGN CORPORATION
 TALLAHASSEE, FLORIDA

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

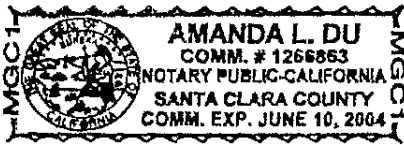
County of San Mateo } ss.

On Aug. 12, 2003, before me, Amanda L. Du
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Harvey L. Armstrong
Name(s) of Signer(s)

☒ personally known to me
☐ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she~~/they executed the same in his/~~her~~/their authorized capacity(ies), and that by his/~~her~~/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Amanda L. Du
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document Affidavit of Capital Contributions For
Title or Type of Document: A Foreign Limited Partnership

Document Date: Aug. 12, 2003 Number of Pages: 1

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer

Signer's Name: Harvey L. Armstrong
☐ Individual
☐ Corporate Officer — Title(s): _____
☐ Partner — ☐ Limited ☐ General
☐ Attorney in Fact
☐ Trustee
☐ Guardian or Conservator
☒ Other: Secretary

Signer Is Representing: Hyperion Development Group, Inc.



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 2003 AUG 21 AM 10:51
 JEFFREY J. CORPORATIONS
 TALLAHASSEE, FLORIDA