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Brian Kemp  
Requester's Name  
125 S. Gadsden St Ste 300  
Address  
Tallahassee FL 32301 222-5702  
City/State/Zip Phone #

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☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

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Examiner's Initials

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

1. Residences At St. James Bay, Ltd.  
(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. Texas  
(State of Formation)

4. November 14, 2003  
(Date of Formation)

5. Steve Lewis  
(Name of Registered Agent for Service of Process)

6. 125 S. Gadsden Street, Suite 300  
(Street Address of Registered Office)

Tallahassee, Florida 32301  
(City) (Zip Code)

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

*Steve Lewis*  
(Agent must sign on this line)

8. 8430 Meadow Road, Suite 226, Dallas, Texas 75231

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Woodhill Carabelle, Inc., a Texas corporation 8430 Meadow Road, Suite 226, Dallas,  
Pa9000064 238 Texas 75231

10. 8430 Meadow Road, Suite 226, Dallas, Texas 75231  
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

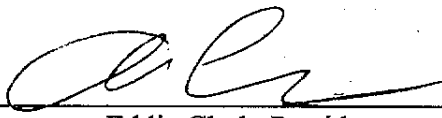
12. 8430 Meadow Road, Suite 226, Dallas, Texas 75231

(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 \_\_\_\_\_ day of December, 2003.

WOODHILL CARABELLE, INC.  
General Partner

By:   
Eddie Clark, President

STATE OF Florida

COUNTY OF Franklin

On this 15<sup>th</sup> day of December, 2003,

Eddie Clark, personally appeared before me,

(☒) who is personally known to me

(☐) whose identity I proved on the basis of \_\_\_\_\_

  
(Notary Public Signature)

Freda M. White  
(Notary's Printed Name)

Seal

My Commission Expires: June 14, 2004



Freda M. White  
MY COMMISSION # CC945176 EXPIRES  
June 14, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

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

BEFORE ME the undersigned personally appeared Eddie Clark, President of Woodhill Carabelle, Inc.,  
a general partner of Residences at St. James Bay, Ltd., a (an) Texas  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ \$1,000,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000,000.00.

*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.*

STATE OF Florida

COUNTY OF Franklin

On this 15<sup>th</sup> day of December, 2003,

Eddie Clark, President of Woodhill Carabelle, Inc., a Texas corporation, personally appeared before me,

( ☒ ) who is personally known to me

( ☐ ) whose identity I proved on the basis of \_\_\_\_\_

Freda M. White  
(Notary Public Signature)

Freda M White  
(Notary's Printed Name)

Seal

My Commission Expires: June 14, 2004



Freda M. White  
MY COMMISSION # CC945176 EXPIRES  
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