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FOREIGN LIMITED PARTNERSHIP

SC MOTA ASSOCIATES LIMITED PARTNERSHIP

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

1. SC MOTA ASSOCIATES 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. Delaware (State of Formation) 4. July 2, 2004 (Date of Formation)

5. David J. Wiener, Esq. (Name of Registered Agent for Service of Process)

6. One North Clematis Street, Suite 305 (Street Address of Registered Office)

West Palm Beach, Florida 33401 (City) (Zip Code)

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

[Handwritten signature]

(Agent must sign on this line)

8. One North Clematis Street, Suite 305

West Palm Beach, FL 33401 (Address of registered office in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

SC MOTA GP, INC.

One North Clematis Street, Suite 30 West Palm Beach, FL 33401

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10. One North Clematis Street, Suite 305, West Palm Beach, FL 33401 (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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

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12. One North Clematis Street, Suite 305
West Palm Beach, FL 33401
(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 14th day of July, 2004

SC MOTA GP, Inc.

By: [Signature]
General Partner
Tom Hamilton, Vice President

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 14th day of July, 2004

Tom Hamilton, Vice President of SC MOTA GP, Inc., personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

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TALLAHASSEE FL 32301

[Signature]
(Notary Public Signature)

Joanne M. Capuano
(Notary's Printed Name)

Seal

My Commission Expires: 7-1-07



Joanne M. Capuano
Commission #DD217355
Expires: Jul 01, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Tom Hamilton, Vice President of SC MOTA GP, Inc.
a general partner of SC MOTA ASSOCIATES LIMITED PARTNERSHIP, 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 \$ 12,000,000.00
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 12,000,000.00

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.

Signed this 14th day of July, 2004.

SC MOTA GP, INC.

By: [Signature]
General Partner
Tom Hamilton, Vice President

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 14th day of July, 2004.

Tom Hamilton, Vice President of SC MOTA GP, Inc. personally appeared before me,

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

[Signature]
(Notary Public Signature)

Joanne M. Capuano
(Notary's Printed Name)



Joanne M. Capuano
Commission #DD217355
Expires: Jul 01, 2007
Bonded Through
Atlantic Bonding Co., Inc.

Seal My Commission Expires: 7-1-07

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Delaware

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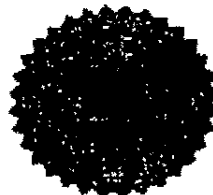
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SC MOTA ASSOCIATES LIMITED PARTNERSHIP" 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 FOURTEENTH DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "SC MOTA ASSOCIATES LIMITED PARTNERSHIP" WAS FORMED ON THE SECOND DAY OF JULY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3233540

DATE: 07-14-04

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