

B04000000321

(Requestor's Name)

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2004 JUL 27 AM 9:00
TALLAHASSEE, FLORIDA

FILED
2004 JUL 27 11:42:25
TALLAHASSEE, FLORIDA

J. BRYAN JUL 28 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 797676 4804484

AUTHORIZATION : *Patricia Pizento*

COST LIMIT : \$ ~~1846.25~~ *148.75*

ORDER DATE : July 9, 2004

ORDER TIME : 2:19 PM

ORDER NO. : 797676-015

CUSTOMER NO: 4804484

CUSTOMER: Ms. Rosalie Harrison
Wolf Block Schorr And
22nd Floor
1650 Arch Street
Philadelphia, PA 19103-2097

FILE 2ND
2004 JUL 27 AM 9:00
FILED
ALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: JEFFERSON VALUE ASSOCIATES LP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER: _____

2004 JUL 27 PM 1:17
FILED
ALLAHASSEE, FLORIDA

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

1. Jefferson Value Associates LP

(Name of limited partnership as it is in the home state)

2. Jefferson Value Associates LP LTD

(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. 12/18/2003

(Date of Formation)

5. William A. Shewalter

(Name of Registered Agent for Service of Process)

6. c/o The Goodman Company, 777 S. Flagler Drive, Suite 1101

(Street Address of Registered Office)

West Palm Beach

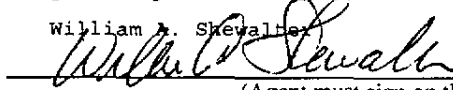
(City)

Florida 33401

(Zip Code)

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

William A. Shewalter



(Agent must sign on this line)

8. c/o Corporation Service Company, 2711 Centerville Road, Suite 400

Wilmington, Delaware 19908

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

#M04000003000

Second Jeff GP LLC

c/o The Goodman Company

777 S. Flagler Drive, Suite 1101

West Palm Beach, FL 33401

10. 777 S. Flagler Drive, Suite 1101, 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 canceled or withdrawn.

CONTINUED

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2004 JUL 27 AM 9:00
TALLAHASSEE, FLORIDA

12, c/o Goodman Company, Inc. 777 S. Flagler Drive, Suite 1101,

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 15th day of July, 2004

Second Jeff GP LLC (General Partner)
By: Goodman Properties, Inc., Manager

William A. Shewalter
General Partner
By: William A. Shewalter, Vice President

STATE OF FLORIDA

COUNTY OF Palm Beach

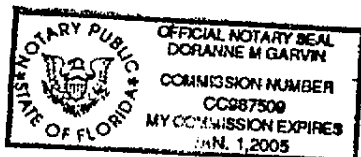
On this 15th day of July, 2004

William A. Shewalter, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Doranne M. Garvin
(Notary Public Signature)



DORANNE M. GARVIN
(Notary's Printed Name)

Seal

My Commission Expires: 1-1-05

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2004 JUL 27 AM 9:00
JAMES H. HARRIS, Notary Public
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

William A. Shewalter, VP of Goodman Properties, Inc.,
BEFORE ME the undersigned personally appeared Manager of Second Jeff GP LLC,
a general partner of Jefferson Value Associates 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 \$ 716,443.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

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 15th day of July, 2004.

Second Jeff GP LLC (General Partner)
By: Goodman Properties, Inc., Manager

William A. Shewalter
General Partner
By: William A. Shewalter, Vice President

STATE OF Florida

COUNTY OF _____

On this 15th day of July, 2004,

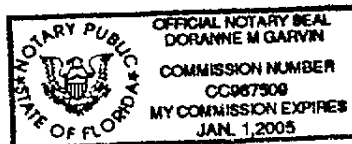
William A. Shewalter, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Doranne M. Garvin
(Notary Public Signature)

Doranne M. Garvin
(Notary's Printed Name)



Seal

My Commission Expires: 1-1-05

FILED
2004 JUL 27 AM 9:00
NOTARY PUBLIC REGISTRATIONS
TALLAHASSEE, FLORIDA