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2005 FEB 21 P 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

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TRANSMITTAL LETTER

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TO: Registration Section
Division of Corporations

2005 FEB 21 P 3:02

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: The Brookmore, LP

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Tilio Lagatta

(Name of Person)

L.T. Property Management

(Firm/Company)

23945 Calabasas Road, Suite 205

(Address)

Calabasas, CA 91302

(City/State and Zip code)

For further information concerning this matter, please call:

Vanessa Aguilar

(Name of Person)

at (818) 876-7107

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☒ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy

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

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1. The Brookmore, LP 2005 FEB 21 P 3:02
(Name of limited partnership as it is in the home state)

2. Vista Alegria Apartments Limited Partnership
(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.")

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. California 4. March 29, 2000
(State of Formation) (Date of Formation)

5. Lawrence Feder
(Name of Registered Agent for Service of Process)

6. 2450 Hollywood Boulevard
(Street Address of Registered Office)

Hollywood, Florida 33020
(City) (Zip Code)

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

(Agent must sign on this line)

8. 23945 Calabasas Road, Suite 205
Calabasas, CA 91302
(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>LT Property Management, Inc.</u>	<u>23945 Calabasas Road, Suite 205</u>
<u>(DBA) LAGATTA Properties, Inc.</u>	<u>FO5000001038</u>
<u>(Tilio Lagatta, senior vice president of LT Property Management, Inc.)</u>	

10. 23945 Calabasas Road, Suite 205, Calabasas, CA 91302
(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. 23945 Calabasas Road, Suite 205

FILED

Calabasas, CA 91302

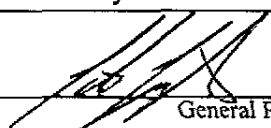
(Mailing Address of Limited Partnership)

2005 FEB 21 P 3:02

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 2nd day of February, 2005.


General Partner

STATE OF

California

COUNTY OF


Los Angeles

On this 2nd day of February, 2005.

Julio Yagotta, personally appeared before me,

☐ who is personally known to me

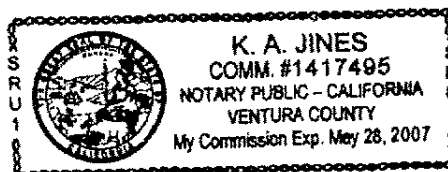
☒ whose identity I proved on the basis of California Drivers License


(Notary Public Signature)

K. A. JINES
(Notary's Printed Name)

Seal

My Commission Expires: 5-28-07



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED

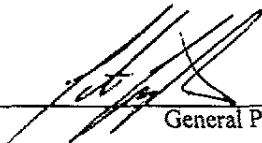
BEFORE ME the undersigned personally appeared Tilio Lagatta SVP of LT Property Management,
a general partner of The Brookmore, LP, a (an) California 2005 FEB 21 P 3:02
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 4,387,363.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 654,591.

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 2nd day of February, 2005.



General Partner

STATE OF California

COUNTY OF Los Angeles

On this 2ND day of February, 2005,

Tilio Lagatta, personally appeared before me,

☐ who is personally known to me

☒ whose identity I proved on the basis of California Drivers License



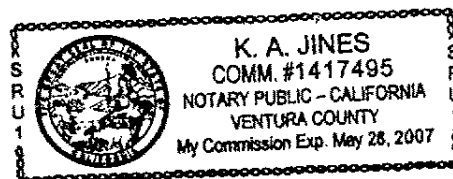
(Notary Public Signature)

K. A. JINES

(Notary's Printed Name)

Seal

My Commission Expires: 5-28-07



State of California

SECRETARY OF STATE

CERTIFICATE OF GOOD STANDING CALIFORNIA LIMITED PARTNERSHIP

I, KEVIN SHELLEY, Secretary of State of the State of California, hereby certify:

That on the **29th day of March, 2000**, **THE BROOKMORE, LP**, became recognized under the laws of the State of California by filing its certificate of Limited Partnership in this office; and

That according to the records of this office, the said limited partnership is authorized to exercise all its powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this limited partnership.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of February 14, 2005.



Kevin Shelley
KEVIN SHELLEY
Secretary of State

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