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DIVISION OF CORPORATIONS

FOREIGN LIMITED PARTNERSHIP

AMC Delancey Maitland Partners, L.P.

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J. BRYAN JUL -6 2005

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

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2005 JUL -5 AM 9:45  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

1. AMC Delancey Maitland Partners, L.P.  
(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 4. April 20, 2005  
(State of Formation) (Date of Formation)
5. CT Corporation System  
(Name of Registered Agent for Service of Process)
6. c/o CT Corporation System, 1200 South Pine Island Road  
(Street Address of Registered Office)
- Plantation, Florida 33324  
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:  
CT Corporation System  
:By: ANN J. WILLIAMS Assistant Vice President  
(Agent must sign on this line)
8. CT Corporation System, 1209 Orange Street, Wilmington, DE 19801  
(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>AMC Delancey Maitland Associates, L.P.</u><br><u>#B05000000266</u> | <u>c/o AMC Delancey Group, Inc.</u><br><u>718 Arch Street, Suite 400N</u><br><u>Philadelphia, PA 19106</u> |
| <u>Maitland Hotel Associates, LLC</u><br><u>#M05000003702</u>         | <u>710 Route 46 East, Suite 102</u><br><u>Fairfield, NJ 07004</u>                                          |
10. c/o AMC Delancey Group, Inc., 718 Arch Street, Suite 400N, Philadelphia, PA 19106  
(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. s/o AMC Delancey Group, Inc. 718 Arch Street, Suite 400N, Philadelphia, PA 19106  
(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 13th day of June, 2005.

AMC DELANCEY MAITLAND ASSOCIATES, L.P.,  
general partner

By: AMC DELANCEY MAITLAND, LLC,  
its general partner

B: Brian K. Friedman  
Brian K. Friedman, Vice President

STATE OF PENNSYLVANIA

COUNTY OF PHILADELPHIA

On this 13th day of June, 2005, personally appeared before me, Brian K. Friedman,

☒ who is personally known to me

☐ whose identity I proved on the basis of

to be the person who signed this Application by Foreign Limited Partnership for Authorization to Transact Business in Florida in his capacity as Vice President of AMC Delancey Maitland, LLC, the general partner of AMC Delancey Maitland Associates, L.P., which is the general partner of AMC Delancey Maitland Partners, L.P.

Barbara Krassenstein  
(Notary Public)

Seal

COMMONWEALTH OF PENNSYLVANIA  
My Commission Expires  
NOTARIAL SEAL  
BARBARA KRASSENSTEIN, Notary Public  
City of Philadelphia, Phila. County  
My Commission Expires August 30, 2007

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2005 JUL -5 AM 9:45  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Brian K. Friedman, Vice President of AMC Delancey Maitland, LLC, a general partner of AMC Delancey Maitland Associates, L.P., a general partner of AMC Delancey Maitland Partners, L.P., 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 \$10,770,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$10,770,000.00.

*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 13th day of June 2005

AMC DELANCEY MAITLAND ASSOCIATES, L.P.  
general partner

By: AMC DELANCEY MAITLAND, LLC  
general partner

By: Brian K. Friedman  
Brian K. Friedman, Vice President

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TALLAHASSEE, FLORIDA

STATE OF PENNSYLVANIA  
COUNTY OF PHILADELPHIA

On this 13th day of June, 2005 personally appeared before me, Brian K. Friedman

☒ who is personally known to me

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

to be the person who signed this Affidavit of Capital Contributions For a Foreign Limited Partnership in his capacity as Vice President of AMC Delancey Maitland, LLC, general partner of AMC Delancey Maitland Associates, L.P., general partner of AMC Delancey Partners, L.P.

Barbara Krassenstein  
(Notary Public) COMMONWEALTH OF PENNSYLVANIA  
Seal: NOTARIAL SEAL  
BARBARA KRASSENSTEIN, Notary Public  
My Commission Expires: City of Philadelphia, Phila. County  
My Commission Expires August 30, 2007