

BU5000000307

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

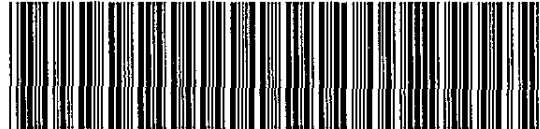
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 480471 80690A
AUTHORIZATION : *Patricia Piquero*
COST LIMIT : \$ 1837.50

FILED
05 JUL 15 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 13, 2005
ORDER TIME : 11:10 AM
ORDER NO. : 480471-010
CUSTOMER NO: 80690A
CUSTOMER: Evan D. Seif, Esq
Breier And Seif, P.A.
Suite 1125
2800 Ponce De Leon Boulevard
Coral Gables, FL 33134

FOREIGN FILINGS

NAME: 69TH STREET PROPERTIES, LP

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER: _____

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

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05 JUL 15 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. 69th Street Properties, LP
(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.")

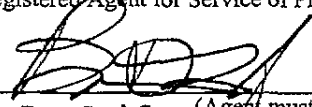
3. Pennsylvania 4. June 2, 1998
(State of Formation) (Date of Formation)

5. Evan D. Seif, Esq.
(Name of Registered Agent for Service of Process)

6. 2800 Ponce De Leon Boulevard, Suite 1125
(Street Address of Registered Office)

Coral Gables Florida 33134
(City) (Zip Code)

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

By: 
Evan D. Seif (Agent must sign on this line)

8. 140 South 69th Street, 2nd Floor
Upper Darby, PA 19082
(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>69th Street, Inc</u>	<u>140 South 69th Street, 2nd Floor</u> <u>Upper Darby, PA 19082</u>

F05000004062

10. 140 South 69th Street, 2nd Floor, Upper Darby, PA 19082
(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. c/o Willner Realty and Development Co.,
140 South 69th Street, 2nd Floor
Upper Darby, PA 19082

(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 7th day of July, 2005

69th Street, Inc.
By: [Signature]
Morris S. Willner, General Partner President

STATE OF PENNSYLVANIA

COUNTY OF DELAWARE

On this 7th day of July, 2005

MORRIS S. WILLNER, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

CHARLES J. LOJEWSKI III
(Notary's Printed Name)

Seal

My Commission Expires: _____

NOTARIAL SEAL
CHARLES J. LOJEWSKI, III, Notary Public
Upper Darby Twp., Delaware County
My Commission Expires September 25, 2006

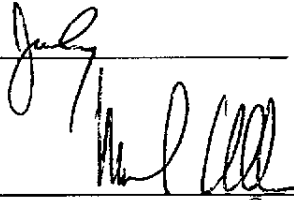
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared MORRIS WILLNER President of 69th Street, Inc
a general partner of 69th Street Properties LP, a (an) Pennsylvania
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 4,600,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 4,600,000.

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 13 day of July, 2005.



General Partner

STATE OF PENNSYLVANIA

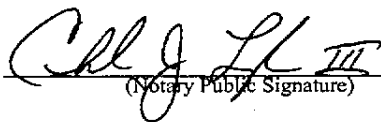
COUNTY OF DELAWARE

On this 13th day of JULY, 2005,

MORRIS S. WILLNER, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____



(Notary Public Signature)

CHARLES J. LOJEWSKI III
(Notary's Printed Name)

Seal

My Commission Expires: 9/25/06

NOTARIAL SEAL
CHARLES J. LOJEWSKI, III, Notary Public
Upper Darby Twp., Delaware County
My Commission Expires September 25, 2006