

B05000000495

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

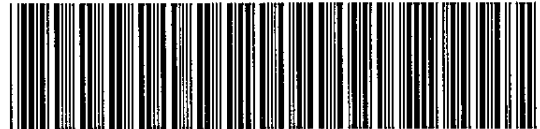
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

189 5073,671

Office Use Only



500060452695

10/18/05--01001--024 \*\*87.50

FILED

05 NOV 16 AM 10:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W05-48028

FF \$87.50



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 20, 2005

KENNETH HOLLANDER  
7 CHRISTOPHER WAY  
EATONTOWN, NJ 08824

SUBJECT: VILLAGE FARMS, L.P.  
Ref. Number: W05000048028

FILED  
05 NOV 16 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for VILLAGE FARMS, L.P. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Any partner or agent of a partnership that is a legal or other commercial entity, and not an individual, must be organized or otherwise registered and maintain an active status with the Florida Department of State. It cannot be dissolved, revoked, canceled or withdrawn.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas  
Document Specialist

Letter Number: 505A00063942

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Village Farms, L.P.  
(Name of Foreign Limited Partnership)

Dear Sir or Madam:

The enclosed application, affidavit and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kenneth Hollander  
(Name of Person)

Village Farms, L.P.  
(Firm/Company)

7 Christopher Way  
(Address)

Eatonville NJ 08824  
(City/State and Zip Code)

For further information concerning this matter, please call:

Andrew Gigante at (732) 676-3005  
(Name of Person) (Area Code & Daytime Telephone Number)

### STREET/COURIER ADDRESS:

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

### MAILING ADDRESS:

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 NOV 16 AM 10:25

FILED

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

1. Village Farms, L.P.  
(Name of limited partnership as it is in the home state)

2. Village Farms 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.")

3. Delaware  
(State of Formation)

4. 12/9/1999  
(Date of Formation)

5. Albert Vanzeyst  
(Name of Registered Agent for Service of Process)

6. 400 International / PKWY Suite 130  
(Street Address of Registered Office)

Heathrow, Florida 32746  
(City) (Zip Code)

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

Albert Vanzeyst

(Agent must sign on this line)

8. The Corporation Trust Company, Corporation Trust Center  
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

Village Farms of Delaware 7 Christopher Way  
Eatontown NJ 07724

10. 7 Christopher Way Eatontown NJ 07724  
(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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 NOV 16 AM 10:25

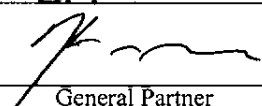
FILED

12. 7 Christopher Way, Eatontown NJ 07724

(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 28<sup>th</sup> day of September, 2005.



General Partner  
Village Farms of Delaware, LLC

STATE OF New Jersey

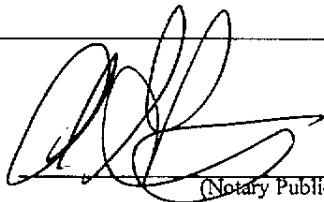
COUNTY OF Monmouth

On this 28<sup>th</sup> day of September, 2005.

Kenneth S. Hollander, personally appeared before me,

☒ who is personally known to me

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



(Notary Public Signature)

Andrew Gigante  
(Notary's Printed Name)

Seal

My Commission Expires: 7/22/08

ANDREW GIGANTE, JR.  
NOTARY PUBLIC OF NEW JERSEY  
Commission Expires 7/22/08

FILED  
05 NOV 16 AM 10:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared Kenneth S. Hollander,  
a general partner of Village Farms 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 \$ 990.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 10.00.

*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 28<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
General Partner  
Village Farms of Delaware, LLC

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 NOV 16 AM 10:25

FILED

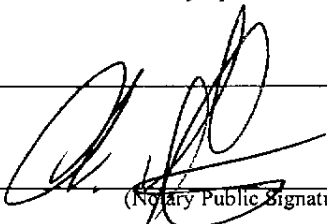
STATE OF New Jersey  
COUNTY OF Morristown

On this 28<sup>th</sup> day of September, 2005.

Kenneth S. Hollander, personally appeared before me,

☒ who is personally known to me

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

  
\_\_\_\_\_  
(Notary Public Signature)

Andrew Gigante  
\_\_\_\_\_  
(Notary's Printed Name)

Seal

My Commission Expires: 7/22/08

**ANDREW GIGANTE, JR.**  
NOTARY PUBLIC OF NEW JERSEY  
Commission Expires 7/22/08