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Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

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To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1515

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

RECEIVED  
12 FEB - 1 PM 1:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LP/LLLP  
DELRAY BEACH REALTY PARTNERS, LP

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$1,008.75

A. LUNT

FEB - 2 2011

EXAMINER

Electronic Filing Menu

Corporate Filing Menu

Help

**COVER LETTER**

TO: Registration Section  
Division of Corporations

SUBJECT: Delray Beach Realty Partners, LP  
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed application, certificate of status and fees are submitted to register a foreign limited partnership or limited liability limited partnership to transact business in Florida.  
Please return all correspondence concerning this matter to:

Jay Zagoren, Esq.  
Contact Person

Dechert, LLP  
Firm/Company

Cira Centre, 2929 Arch Street  
Address  
Philadelphia, PA 19104-2808  
City, State and Zip Code

Jay.zagoren@dechert.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Victoria Cudd at (215) 994-2135  
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

<input type="checkbox"/> \$1,000.00 Filing Fees (\$965 Filing Fee and \$35 Registered Agent Fee)	<input checked="" type="checkbox"/> \$1,008.75 Filing Fee & Certificate of Status	<input type="checkbox"/> \$1,052.50 Filing Fees & Certified Copy	<input type="checkbox"/> \$1061.25 Filing Fee, Certified Copy, and Certificate of Status
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**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

FILED  
2012 FEB - 1 AM 11:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPLICATION BY FOREIGN LIMITED PARTNERSHIP OR  
LIMITED LIABILITY LIMITED PARTNERSHIP  
TO TRANSACT BUSINESS IN FLORIDA

1. Delray Beach Realty Partners, LP  
(Name of Limited Partnership or Limited Liability Limited Partnership, which must include suffix)  
Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., I.P., or Ltd.  
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or L.L.L.P.

If name unavailable, name under which the limited partnership or limited liability limited partnership proposes to register to transact business in Florida; must contain acceptable suffix.

2. Delaware 3. 11/14/11  
State or Country of Formation Date of Formation

4. Name of Registered Agent for Service of Process and Florida Street Address:

Corporation Service Company

1201 Hays Street

Tallahassee, FL 32301

5. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

Troy Todd  
as its agent  
Signature of Registered Agent

7. Principle Office: (Florida Street Address)

14093 and 14187 Sims Road

Delray Beach, FL 33484

8. Mailing Address:

Delray Beach Realty Partners, LP

c/o Real Estate Capital Partners, LP

114 West 47<sup>th</sup> Street, 23<sup>rd</sup> Floor

New York, NY 10036-1508

9. If limited partnership is a limited liability limited partnership, check box ☐

10. Name, principal office address, and mailing address of each general partner:

Name of General Partner: RECAP Delray GP, LLC

m12000000603

Street Address: 114 West 47<sup>th</sup> Street, 23<sup>rd</sup> Floor  
New York, NY 10036-1508

Mailing Address: c/o Real Estate Capital Partners, LP  
114 West 47<sup>th</sup> Street, 23<sup>rd</sup> Floor  
New York, NY 10036-1508

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

Page 1 of 2

Name of General Partner: Rohdie RLN LLC  
Street Address: 52 Vanderbilt Avenue, Suite 2007  
New York, NY 10017  
Mailing Address: c/o The Rohdie Group, LLC  
52 Vanderbilt Avenue, Suite 2007  
New York, NY 10017

11. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 31st day of January, 2012.

**GENERAL PARTNER:**

ROHDIE RLN LLC,  
a Delaware limited liability company

By: \_\_\_\_\_

Name: Robert C. Rohdie  
Title: Manager

**RECAP CO-GENERAL PARTNER:**

RECAP DELRAY GP, LLC,  
a Delaware limited liability company

By: \_\_\_\_\_

Name:  
Title:

The individual signing this document affirm that the facts stated herein are true and the individual is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Filing Fee:

\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)

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2012 FEB -1 AM 05:46  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Page 1 of 2

Name of General Partner: Rohdie RLN LLC M12000000498  
Street Address: 52 Vanderbilt Avenue, Suite 2007  
New York, NY 10017  
Mailing Address: c/o The Rohdie Group, LLC  
52 Vanderbilt Avenue, Suite 2007  
New York, NY 10017

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STATE DEPT. OF STATE  
TALLAHASSEE, FLORIDA

11. Effective date, if other than the date of filing: \_\_\_\_\_  
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

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Signed this 31st day of January, 2012.

**GENERAL PARTNER:**

ROHDIE RLN LLC,  
a Delaware limited liability company

By: \_\_\_\_\_  
Name: Robert C. Rohdie  
Title: Manager

**RECAP CO-GENERAL PARTNER:**

RECAP DELRAY GP, LLC,  
a Delaware limited liability company

By: Michael Fruchtmann  
Name: Michael Fruchtmann  
Title: V.P.

The individual signing this document affirm that the facts stated herein are true and the individual is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

**Filing Fees:****\$1,000.00 (\$965 Filing Fee and \$35 Registered Agent Fee)**

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2/1/2012 12:16:46 PM PAGE 6/007 Fax Server

Certified Copy (optional): \$52.50  
Certificate of Status (optional): \$8.75

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2012 FEB -1 AM 11:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DELRAY BEACH REALTY PARTNERS, LP" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF DECEMBER, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DELRAY BEACH REALTY PARTNERS, LP" WAS FORMED ON THE FOURTEENTH DAY OF NOVEMBER, A.D. 2011.

5059758 8300

111254802

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9199635

DATE: 12-05-11