



# Prentice Hall Legal & Financial Services

ATTN: Ing (904) 222-7495

1201 HAYS STREET, SUITE 105  
TALLAHASSEE, FL 32303

**B95000000123**

CORPORATION(S) NAME

CHARACTER NUMBER

Colony GBP Partners LP

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR -3 PM 1:30

- |  |   |
|--|---|
| <input type="checkbox"/> Amendment                       | <input type="checkbox"/> Merger                               |
| <input type="checkbox"/> Annual Report                   | <input type="checkbox"/> Name Reservation                     |
| <input type="checkbox"/> Change of Registered Agent      | <input type="checkbox"/> Name Registration                    |
| <input type="checkbox"/> Dissolution/Withdrawal          | <input type="checkbox"/> Non-Profit/Articles of Incorporation |
| <input type="checkbox"/> Domestication                   | <input type="checkbox"/> Other                                |
| <input type="checkbox"/> Fictitious Business Name FILING | <input type="checkbox"/> Profit/Articles of Incorporation     |
| <input type="checkbox"/> Foreign - Profit                | <input type="checkbox"/> Reinstatement                        |
| <input type="checkbox"/> Foreign - Non-Profit            | <input type="checkbox"/> Resignation of R.A.                  |
| <input checked="" type="checkbox"/> Limited Partnership  | <input type="checkbox"/> Trademark                            |
| <input type="checkbox"/> Limited Liability               | <input type="checkbox"/> UCC/Filing 1                         |
| <input type="checkbox"/> Mtr. Veh.                       | <input type="checkbox"/> UCC/Filing 3                         |

C. TAX 1750.00  
R. AGENT FEE 35.00  
C. COPY 1785.00  
TOTAL 1785.00  
N. BANK  
BALANCE DUE

800001449888  
04/06/95--01046--003  
\*\*\*1855.00 \*\*\*1785.00

- ☒ Certified Copy  
☒ Photocopy  
☐ Corporate Print-Out  
☐ Fictitious/Owner Search

- ☐ CUS  
☐ Good Standing  
☐ R.A., Off/Dir Search

- ☒ Walk in ( ) Call if Problem ( ) Will Wait

☒ Pick up 4/3/100  
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: SAC BY: Sanett  
BRANCH RECEIVING: Tall BY: Ing

REF/JOB # 612377

CLIENT MATTER # \_\_\_\_\_  
SAME DAY ☒ 24 HR ROUTINE \_\_\_\_\_

VERBAL REQUESTED: ☒ YES OR NO  
DATE SENT: 4/3/95 MAIL FAX ☒ FED EXP.

FILED: 11  
SENT TO: BRANCH CLIENT ☒

SPECIAL INSTRUCTIONS: \_\_\_\_\_

CHECK #	
ST./CTY/ FEES	<u>1785.00</u>
CORR. FEE/	
SPEC. HANDL.	
MESSENGER	
COPIES	
FAX FEE	
OTHER	
TOTAL	

Florida Department of State, Jim Smith, Secretary of State

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

1. COLONY GBP PARTNERS, L.P.  
(Name of limited partnership as it is in the home state;)

2. COLONY GBP PARTNERS 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 4. March 27, 1995  
(State of Formation) (Date of Formation)

5. The Prentice-Hall Corporation System, Inc.  
(Name of Registered Agent for Service of Process)

6. 110 North Magnolia Street  
(Street Address of Registered Office)

Tallahassee Florida 32301  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.  
The Prentice-Hall Corporation System, Inc.

By: Marissa B. Danner  
(Agent must sign on this line)

8. 1999 Avenue of the Stars, Suite 1200, Los Angeles, CA 90067  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

GBP Genpar, Inc., a Delaware corporation

SPECIFIC ADDRESS

1999 Avenue of the Stars  
Suite 1200  
Los Angeles, CA 90067

F9500000 01596

10. 1999 Avenue of the Stars, Suite 1200, Los Angeles, CA 90067  
(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 cancelled or withdrawn.

12. 1999 Avenue of the Stars, Suite 1200, Los Angeles, CA 90067  
(Mailing Address of Limited Partnership)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR -3 PM 1:30

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR -3 PM 1:31

This 30th day of March, 1995.

GBP Genpar, Inc., a Delaware corporation

~~General Partner~~

By:

Kelvin L. Davis, President

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 30th day of MARCH, 1995, by KELVIN L. DAVIS, PRES. OF (Name of General Partner) of GBP, GENPAR, INC.

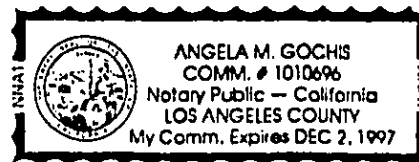
COUNTY GBP PARTNERS LIMITED PARTNERSHIP  
(Name of Limited Partnership), A DELAWARE (State or Country) Limited Partnership, on behalf of the Limited Partnership.

ANGELA M. GOCHIS  
Notary Public

State of CALIFORNIA at Large

(SEAL)

My Commission Expires:



### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Kelvin L. Davis, President of  
GBP Genpar, Inc., a  
general partner of Colony GBP Partners Limited Partnership, a  
Delaware, limited partnership, hereinafter referred to as the "Partnership", who  
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 7,000,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,000,000.00

This 30th day of March, 1995

#### **FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner

GBP Genpar, Inc.

By: [Signature]

Kelvin L. Davis, President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 APR -3 PM 1:31

STATE OF California  
COUNTY OF Los Angeles  
DATE March 30, 1995

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Angela M. Gochis  
Kelvin L. Davis, President of GBP Genpar, Inc. (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

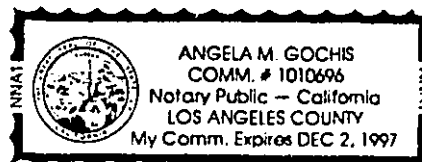
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of March, 1995.

ANGELA M. GOCHIS

Notary Public

Seal

State of \_\_\_\_\_ at Large  
My Commission Expires: \_\_\_\_\_



FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996

**B9500000123** FILED

95 NOV 13 PM 4:18

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #  
**B9500000123**

**COLONY GBP PARTNERS LIMITED PARTNERSHIP**

2. New Mailing Address, If Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, If Applicable

Suite, Apt. #, etc.

City, State & Zip

Mailing Address  
**1900 AVENUE OF THE STARS, SUITE 1200  
LOS ANGELES CA 90067**

Principal Office Address  
**1700 AVENUE OF THE STARS, SUITE 1200  
LOS ANGELES CA 90067**

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in  
FLORIDA **04/03/1995**

3a. Date of Last Report

4. State or Country of Formation  
**DE**

5a. Capital Contributions as Shown  
on Record  
**\$7,000,000.00**

5b. Amount of Capital Contributions in  
FLORIDA to date  
**\$6,633,000**

6. FEI Number  
**95-4522396**

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

8. FEES: 1.) Filing Fee. Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50

2.) Supplemental Fee. \$138.75 (pursuant to section 607.193, F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)

Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

**THE PRENTICE-HALL CORPORATION SYSTEM, INC.  
110 NORTH MAGNOLIA STREET  
TALLAHASSEE FL 32301**

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

**FL**

Zip Code

10a. Pursuant to the provisions of sections 610.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

**A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY**

11. Name(s) of General Partner(s)

11a. Address of Each General Partner  
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/  
Document Number

**GBP GENPAR, INC.**

**1900 AVENUE OF THE ST**

**LOS ANGELES CA 90067**

**F95000001506**

**200001647782  
-11/28/95--01120--021  
\*\*\*\*576.25 \*\*\*\*576.25**

**Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.**

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate, and that my signature shall have the same legal effect as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by the Florida Statutes.

SIGNATURE By: **George R. Bravante, Jr., V.P.**  
Typed or Printed Name of General Partner Signing Form

DATE **11/7/95**

Telephone Number **310-282-8820**

# B95000000123

**ColonyAdvisors, Inc.**

September 26, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: **GBP Genpar, Inc. (No. F95000001596)**  
**Colony GBP Partners Limited Partnership (No. B9500000123)**

Ladies and Gentlemen:

Enclosed please find one original and one photocopy of the originally executed and acknowledged Certificate of Cancellation of Registration of a Foreign Limited Partnership by Colony GBP Partners, L.P., doing business in Florida as Colony GBP Partners Limited Partnership.

Also enclosed are one original and one photocopy of the Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida by GBP Genpar, Inc.

Please file these Certificate at your earliest convenience and send me file-stamped copies of each certificate using the stamped, self-addressed envelope enclosed. I have enclosed our checks in the amount of \$52.50 and \$35.00 made payable to Secretary of State in payment of your filing fees (\$52.50 for the partnership and \$35.00 for the corporation).

Please call if you require any additional information. Thank you for your assistance.

Name	
Address	
Amount	DOC
Order	DOC
Modater	DOC
er	
ayer	DOC
Encl	
Adm. Judgment	DOC

1999 Avenue of the Stars  
Suite 1200  
Los Angeles, California 90067  
Fax 310/282-8808  
Tel 310/282-8820

3000002307229--2  
Very truly yours, 09/30/97--01013--015

\*\*\*\*\$35.00 \*\*\*\*\$35.00  
3000002307229--2  
-09/30/97--01013--016  
\*\*\*\*\$52.50 \*\*\*\*\$52.50  
Joy Mallory  
Legal Administrator

**CERTIFICATE OF CANCELLATION OF REGISTRATION  
OF A FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State  
State of Florida

It is hereby certified that:

1. Colony GBP Partners, L.P., a foreign limited partnership formed under the laws of the State of Delaware, doing business in Florida as Colony GBP Partners Limited Partnership, hereby cancels its registration in the State of Florida.


2. The undersigned is the sole general partner of the aforesaid foreign limited partnership.

Signed on the 26<sup>th</sup> day of September, 1997

General Partner:

GBP Genpar, Inc.,  
a Delaware corporation

By:

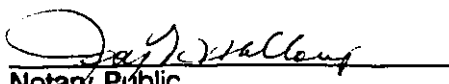
  
Mark M. Hedstrom  
Vice President

FILED  
SEP 30 AM 12:00  
TALLAHASSEE, FLORIDA

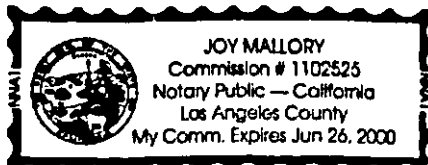
STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

The foregoing instrument was acknowledged and sworn to before me this 26<sup>th</sup> day of September, 1997, by Mark M. Hedstrom, a Vice President of the general partner of Colony GBP Partners, L.P., a limited partnership formed under the laws of the State of Delaware and doing business in Florida as Colony GBP Partners Limited Partnership, on behalf of the limited partnership.

  
Notary Public

(SEAL)



State of California at Large

My Commission Expires: 6-26-00

**CANCELLATION OF REGISTRATION OF  
FOREIGN LIMITED PARTNERSHIP**

The undersigned, **AMBERJACK, LTD.**, an Arizona corporation, doing business in Florida as **FLORIDA JACK, INC.**, in its capacity as general partner of **POMPAÑO JACK, LIMITED PARTNERSHIP**, an Illinois limited partnership, (the "Partnership"), pursuant to Section 620.174 Florida Statutes, hereby certifies the following:

1. The Partnership was formed as an Illinois limited partnership on or about July 15, 1992.
2. The Partnership was registered with the Florida Department of State and authorized to transact business in the State of Florida on or about September 25, 1995.
3. The assets of the Partnership have been sold or otherwise disposed of, the affairs of the partnership have been completely wound up and the Partnership is in the process of being dissolved as an Illinois limited partnership.
4. There is no further purpose to be served by the registration of the Partnership as a foreign partnership authorized to transact business in Florida.
5. The registration of the Partnership in the State of Florida is, therefor, hereby canceled effective September 30, 1997.

**IN WITNESS WHEREOF** this Certificate has been executed by the undersigned general partner of the Partnership thereunto duly authorized as of this 19<sup>th</sup> day of September, 1997.

**AMBERJACK, LTD.**, an Arizona corporation doing business in Florida as Florida Jack, Inc., as General Partner of Pompano Jack, Ltd., an Illinois limited partnership

By: 

Name: LARRY ROTTUNDO

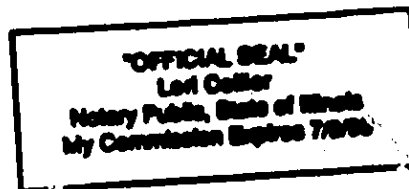
Title: ASST. SECRETARY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
SEP 30 PM 2:56

STATE OF ILLINOIS  
COUNTY OF McLEAN

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of September, 1997 by Larry J. Allred, as Assistant Secretary of AmberJack, Ltd., an Arizona corporation, doing business in Florida as Florida Jack, Inc., in its capacity as General Partner of Pompano Jack, Ltd., an Illinois limited partnership, on behalf of said limited partnership. He ~~is~~ is ☒ personally known to me or ☐ has produced \_\_\_\_\_ as identification.

[Signature]  
Name: \_\_\_\_\_  
Notary Public  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
(NOTARIAL SEAL)



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 30 PM 2:56