

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086

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SECRETARY OF CORPORATIONS  
MAY 31 AM 10:36



139 5000000195

ACCOUNT NO. : 072100000032

REFERENCE : 605078 4686A

AUTHORIZATION :

COST LIMIT : 9

ORDER DATE : May 25, 1995

ORDER TIME : 10:58 AM

ORDER NO. : 605078

CUSTOMER NO: 4686A

CUSTOMER: Paul B. Haskell, Esq  
Richards Spears Kibbe & Orbe  
One Chase Manhattan Plaza

New York, NY 10005-1413

700001505847

-06/06/95--01015--010

\*\*\*1837.50 \*\*\*1837.50

R9500001846 by

sun

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95 MAY 26 AM 11:35  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: LONGSHORE LAKE HOMES, L.P.

☒ PROFIT  
☐ NON-PROFIT

☐ CORPORATE  
☒ LIMITED PARTNERSHIP

☒ QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

3/2 5/31/95  
G. TAX FILING 17.50.00  
R. AGENT FEE 35.00  
C. COPY 52.50  
TOTAL 105.00  
N. BANK  
BALANCE DUE  
DEFUND

CONTACT PERSON: Gail L. Shelby

Florida Department of State, Jim Smith, Secretary of State

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

1. Longshore Lake Homes, L.P.

(Name of limited partnership as it is in the home state;

2. Longshore Lake Homes, Limited Partnership

(If name is unavailable, name under which the limited partnership proposes to register  
transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. April 23, 1995

(Date of Formation)

5. Corporation Service Company

(Name of Registered Agent for Service of Process)

6. 1201 Hays Street

(Street Address of Registered Office)

Tallahassee

(City)

, Florida 32301

(Zip Code)

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

Paul Shelly, as agent  
(Agent must sign on this line)

8. 5551 Ridgewood Drive, Suite 201, Naples, FL 33963

(Address of Registered Office required in State of Formation or, if not required, Address of  
Principal Office.)

**9. NAME OF GENERAL PARTNERS**

**SPECIFIC ADDRESS**

Naples Capital Development Corporation 5551 Ridgewood Drive, Suite 201, Naples FL 33963

~~RECEIVED~~

F930000 00055

10. 5551 Ridgewood Drive, Suite 201, Naples, Florida 33963

(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. 5551 Ridgewood Drive, Suite 201, Naples Florida 33963

(Mailing Address of Limited Partnership)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 MAR 31 AM 10:31

This 22nd day of May, 19 95.

W. Ch...  
General Partner, Naples Capital Development Corporation  
By: Assistant Secretary

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 22nd day of May, 19 95, by William Q. Orbe, Assistant Secretary (Name of General Partner) of

Longshore Lake Homes, L.P.  
(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Howard Shams  
Notary Public

State of New York at Large

My Commission Expires:

HOWARD SHAMS  
Notary Public, State of New York  
No. 24-5008015  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Feb. 8, 1999

(SEAL)

HOWARD SHAMS  
Notary Public, State of New York  
No. 24-5008015  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Feb. 8, 1999

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 MAY 31 AM 10:37

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared William Q. Orbe, Assistant Secretary of Delaware, a (an) Naples Capital Development Corporation, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ \$10.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ \$1,000,000.

This 22nd day of May, 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

By: William Q. Orbe, Assistant Secretary

STATE OF New York  
COUNTY OF New York  
DATE 5/25/95

\*Naples Capital Development Corporation

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 William Q. Orbe, Ass't Sec'y of \* (General Partner, known to me and know 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.

Assistant Secretary of

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 22nd day of May, 1995.

Howard Shams  
Notary Public

Seal

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

HOWARD SHAMS  
Notary Public, State of New York  
No. 24-5008015  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires Feb. 8, 1998

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

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Mortham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

95 DEC 13 PM 2:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE.

1. Name of Limited Partnership

1a. DOCUMENT #  
**B95000000195**

**LONGSHORE LAKE HOMES, LIMITED PARTNERSHIP**

96-AR  
WS CM

Mailing Address

5551 RIDGEWOOD DRIVE, SUITE 202  
NAPLES FL 33963

Principal Office Address

5551 RIDGEWOOD DRIVE, SUITE 202  
NAPLES FL 33963

2. New Mailing Address, If Applicable

Suite, Apt. #, etc.

301

City, State & Zip

288001673212

2a. New Principal Office

1242819501073-006

\*\*\*\*585.00 \*\*\*\*585.00

Suite, Apt. #, etc.

301

City, State & Zip

3. Date Formed or Registered to Do Business in  
FLORIDA 05/31/1995

3a. Date of Last Report

4. State or Country of Formation  
DE

5a. Capital Contributions as Shown  
on Record:  
\$1,000,000.00

5b. Amount of Capital Contributions in  
FLORIDA to date.  
\$499,990.00

6. FEI Number  
65-0584900

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

CORPORATION SERVICE COMPANY  
1201 HAYS 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 620.1051 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)

NAPLES CAPITAL DEVELOPMENT C

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

5551 RIDGEWOOD DRIVE,

11b. City, State & Zip Code

NAPLES FL 33963

11c. Registration/  
Document Number

F83000000055

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)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) 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 effects 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 chapter 20, Florida Statutes.

SIGNATURE

DATE

12-14-95

Typed or Printed Name of General Partner Signing Form

Naples Capital Development Corporation Telephone Number (941) 594-0100

1201 HAYS STREET  
TALLAHASSEE, FL 32301

904-311-9771  
904-22-0783 FAX

800-342-8086

B95000000195



RECEIVED  
96 FEB 26 AM 10:21  
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 858857 4730825

AUTHORIZATION : *Patricia Pijut*  
COST LIMIT : \$ 105.00

ORDER DATE : February 26, 1996

ORDER TIME : 9:16 AM

ORDER NO. : 858857

CUSTOMER NO: 4730825

CUSTOMER: Sheila O'sullivan  
Richards Spears Kibbe & Orbe  
One Chase Manhattan Plaza  
New York, NY 10005-1413

700001703707

FILED STATES  
SECRETARY OF CORPORATIONS  
96 FEB 28 PM 4:12

FOREIGN FILINGS

NAME: LONGSHORE LAKE HOMES, L.P.

       PROFIT  
       NON-PROFIT

       CORPORATE  
XXX LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

*2/28/96*  
*BM*

**CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF  
LONGSHORE LAKE HOMES, L.P.**

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

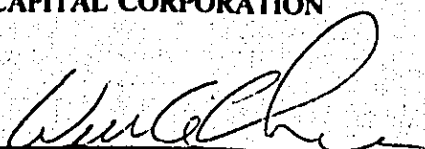
"The name and address of the sole general partner is:

<u>Name</u>	<u>Address</u>
Naples Capital Corporation	Pelican Bay Corporate Center 5551 Ridgewood Drive Suite 301 Naples, Florida 33963."

F92000000797

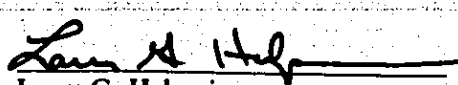
FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 FEB 28 PM 4:12

NAPLES CAPITAL CORPORATION

By:   
Name: William Q. Orbe  
Title: Secretary

STATE OF NEW YORK  
COUNTY OF NEW YORK

On this 27rd day of February, 1996, William Q. Orbe personally appeared before me, who is personally known to me.

  
Larry G. Halperin

Seal:

My Commission Expires:

LARRY G. HALPERIN  
Notary Public, State of New York  
No. 0214453888  
Qualified in New York County  
Commission Expires June 12, 1997

CONTACT:

OFFICE USE ONLY (Document #)

614017

**B95000000195**

UCC FILING & SEARCH SERVICES, INC.

(Requestor's Name)

526 EAST PARK AVENUE

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

OFFICE USE ONLY

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
97 SEP 22 PM 4:24

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Lanshire Lake Homes LP 300002303413--2  
(Corporation Name) (Document #)  
-09/25/97--01072--012  
\*\*\*185.00 \*\*\*185.00
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. File and  
(Corporation Name) (Document #)
4. 2974 000 46 904  
(Corporation Name) (Document #)

**RUSH**

☒ Walk In

☐ Mail Out

☐ Will Wait

☐ Photocopy

G. TAX FILING 52.52  
R. AGENT FEE 52.52  
C. COPY 52.52  
TOT. 105.00  
N. BANK BALANCE 105.00  
PENDING

- ☒ Certified Copy  
☐ Certificate of Status  
☐ Certificate of Good Standing  
☐ ARTICLES ONLY 3K  
☐ ALL CHARTER DOCS  
☐ Certificate of FICTITIOUS NAME  
☐ FICTITIOUS NAME SEARCH  
☐ CORP SEARCH

NEW FILINGS	
<input type="checkbox"/> Profit	
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

AMENDMENTS	
<input checked="" type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R. A. Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

**HOLD FOR  
PICKUP BY  
UCC SERVICES**

BK 9/22/97

Examiner's Initials



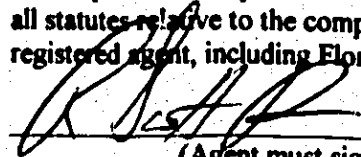
**CERTIFICATE OF AMENDMENT TO  
APPLICATION FOR REGISTRATION OF LONGSHORE LAKE HOMES, L.P.  
a Delaware Limited Partnership Registered to do Business in Florida  
as Longshore Lake Homes, Limited Partnership**

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

Sections 4 through 10, inclusive, and Section 12 of the registration application is amended and a new Section 13 is added to the registration application as follows:

- "4. The date of formation of this foreign limited partnership in Delaware was April 27, 1995.
5. The name of the registered agent for Service of Process in Florida for this foreign limited partnership is R. Scott Price, Esq.
6. The street address of the registered office of the registered agent is 2640 Golden Gate Parkway, Suite 315, Naples, Florida 34105
7. Acceptance by the Registered agent for Service of Process.

Having been named as registered agent for this limited partnership, I hereby agree to accept service of process for this limited partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statute 620.192.



(Agent must sign on this line)

8. The address of the Registered Office required in the State of formation of the foreign limited partnership is 1013 Centre Road, Wilmington, Delaware 19805 and the address of the principal office of this foreign limited partnership is 4500 Executive Drive #110, Naples, Florida 34119
9. The name and address of the sole general partner of this foreign limited partnership is LLH General Partner, Inc. a Delaware corporation, 4500 Executive Drive #110, Naples, Florida 34119  
F97000004945
10. The office where the names, addresses and contributions of the limited partners of this limited partnership are kept is 4500 Executive Drive #110, Naples, Florida 34119.
12. The mailing address of this limited partnership is 4500 Executive Drive #110, Naples, Florida 34119.

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SECRETARY OF CORPORATIONS  
SEP 22 PM 4:24  
DIVISION OF CORPORATIONS

13. The Secretary of State of Florida is appointed the agent of this limited partnership for service of process if the authority of the registered agent above becomes revoked or said agent cannot be found or served with the exercise of reasonable diligence."

Executed as of this 17 day of September, 1997

Naples Capital Corporation, formerly the sole general partner of Longshore Lake Homes, L.P., a Delaware limited partnership registered to do business in Florida as Longshore Lake Homes, Limited Partnership.

By:

Jeffrey A. Piipponen  
Printed Name and Title Vice President

LLH General Partner, Inc., a Delaware corporation, currently the sole general partner of Longshore Lake Homes, L.P., a Delaware limited partnership registered to transact business in Florida as Longshore Lake Homes, Limited Partnership.

By:

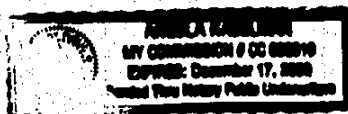
Jeffrey A. Piipponen  
Printed Name and Title Secretary

STATE OF Florida

COUNTY OF Collier

) ss

THE FOREGOING instrument was acknowledged and sworn to before me this 17 day of September, 1997, by Jeffrey A. Piipponen of and for and on behalf of Naples Capital Corporation, formerly the sole general partner of Longshore Lake Homes, L.P., a Delaware limited partnership registered to transact business in Florida as Longshore Lake Homes, Limited Partnership. Said Jeffrey A. Piipponen is personally known to me or produced as identification and was first duly sworn upon his oath.



(SEAL)

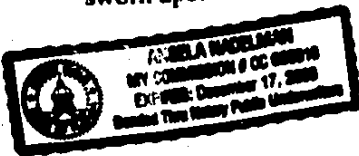
Amanda N. Deman  
Notary Public

State of Florida at Large

My Commission Expires: 12/17/00

STATE OF Florida  
COUNTY OF Collier

THE FOREGOING instrument was acknowledged and sworn to before me this 17 day of September, 1997, by Jeffrey A. Piipponen of and for and on behalf of LLH General Partner, Inc., a Delaware corporation, currently the sole general partner of Longshore Lake Homes, L.P., a Delaware limited partnership registered to transact business in Florida as Longshore Lake Homes, Limited Partnership. Said Jeffrey A. Piipponen is personally known to me or produced \_\_\_\_\_ as identification and was first duly sworn upon his oath.



(SEAL)

Angela Wadelman  
Notary Public

State of Florida at Large

My Commission Expires: 12/17/00

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
91 SEP 22 PM 4:26