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City State Zip Phone
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CORPORATION(S) NAME

Judiths Cosby Professional Partnership

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CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

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

1. Indiflor Realty Partners Limited Partnership
(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. Delaware (State of Formation) 4. June 21, 1995 (Date of Formation)

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5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation (City), Florida 33324 (Zip Code)

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

C T CORPORATION SYSTEM

(Officer must sign on this line)

Michael E. Jones, Asst. Secy.
(Type Name and Title of Officer)

8. 1209 Orange Street, Wilmington, Delaware 19801
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Indiflor, Inc.

F95000003398

SPECIFIC ADDRESS

9777 Wilshire Blvd., Suite 710
Beverly Hills, CA 90212

10. 9777 Wilshire Blvd., Suite 710, Beverly Hills, CA 90212
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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. 9777 Wilshire Blvd., Suite 710, Beverly Hills, CA 90212
(Mailing Address of Limited Partnership)

(FLA. LP 2819 – 2/1/92)

This 23 day of June, 19 95

INDIFLOR, INC.

By: X
General Partner

Stanley R. Fimberg, President

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DIVISION OF CORPORATIONS
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STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

THE FOREGOING instrument was acknowledged and sworn to before me this 23 day of JUNE, 1995, by Stanley R. Fimberg, President of Indiflor, Inc. (the "General Partner") (Name of General Partner) of Indiflor Realty Partners Limited Partnership (Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Sandra M. Ryan

Notary Public

State of CALIFORNIA at Large

(SEAL)

My Commission Expires:

OCTOBER 11, 1997

SANDRA M. RYAN
Comm. # 1017179
NOTARY PUBLIC - CALIFORNIA
Los Angeles County
My Comm. Expires Oct. 11, 1997

(FLA - LP 2819)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Stanley R. Fimberg*, a general partner of Indiflor Realty Partners Limited, 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 $ 950.00.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is $ 400.00.

This 7th day of July, 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.

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DIVISION OF CORPORATIONS
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General Partner
INDIFLOR, INC.

Stanley R. Fimberg, President

STATE OF Texas
COUNTY OF Dallas
DATE 7/5/95

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 Stanley R. Fimberg* (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.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 7th day of July, 1995.

CAMILLE O. BOWERS
Notary Public, State of Texas
My Commission Expires 9-28-95

Camille O. Bowers
Notary Public

State of Texas at Large
My Commission Expires:

* President of Indiflor, Inc., its General Partner

(FLA - LP 2820 - 9/20/90)