

B95000000269

ACCOUNT NO. : 072100000032

REFERENCE : 648645 86901D

AUTHORIZATION :

COST LIMIT : \$ 140.00

FILED
CLERK OF STATE
JUL 26 PM 1:58
OFFICE OF CORPORATIONS

ORDER DATE : July 26, 1995

ORDER TIME : 10:50 AM

ORDER NO. : 648645

CUSTOMER NO: 86901D

400001546614

CUSTOMER: Ms. Devi Gooljar
Prentice Hall Legal &
375 Hudson Street

New York, NY 10014

FOREIGN FILINGS

NAME: AUTOFLOW, L.P.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

 QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

hkc
7/26/95

Florida Department of State, Jim Smith, Secretary of State

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

1. AutoFlow L.P.
(Name of limited partnership as it is in the home state;

2. AutoFlow Ltd.
(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 1, 1995
(Date of Formation)

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

6. 1201 Hays Street, Suite 105
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

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

Vicki Schreiber, Assistant V.P.
(Agent must sign on this line)

8. The Prentice-Hall Corporation System, Inc. 32 Loockermann Square
Dover, Kent County, Delaware 19901
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

AutoFlow, Inc.

AutoFlow, Inc.

F9400005182

55 East 52nd Street
New York, New York 10055

10. Same as in (9)
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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. AutoFlow L.P., 55 East 52nd Street, New York, New York 10055
(Mailing Address of Limited Partnership) New York, NY 10055

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 26 AM 1:58

This 18 day of July, 19 95.

Rhonda G. Matty

General Partner For AutoFlow, Inc.

Rhonda G. Matty, Assistant Secretary of AutoFlow, Inc.

STATE OF New York

COUNTY OF New York

THE FOREGOING instrument was acknowledged and sworn to before me this 18 day of July, 19 95, by Rhonda G. Matty * (Name of General Partner) of AutoFlow L.P.

(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Dennis L. Mooleenaar

Notary Public

State of _____ at Large

(SEAL)

My Commission Expires:

DENNIS L. MOOLEENAAR

Notary Public, State of New York

No. 41-4808180

Qualified in Queens County

Commission Expires

10/19/95

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 JUL 26 PM 1:58

* an Officer of AutoFlow, Inc.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Rhonda G. Matty *, the
general partner of AutoFlow 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 \$ 1000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allo-
cated for the purposes of transacting business in Florida is \$ 200.00.

This 18 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.

General Partner

Rhonda G. Matty

For AutoFlow, Inc., the General Partner of
AutoFlow, L.P.

STATE OF New York
COUNTY OF New York
DATE July 18, 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
Rhonda G. Matty * (General Partner, known to me and know by me to
be the person who executed the foregoing Affidavit of Capital Contributions, and he ack-
nowledged 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 18 day of July,
19 95.

Dennis L. Mooleenaar
Notary Public

Seal

State of New York at Large
My Commission Expires: 10/19/95
Dennis L. MOOLEENAAR
Notary Public, State of New York
No. 41-4608180
Qualified in Queens County
Commission Expires 10/19/95

* an Officer of AutoFlow, Inc.

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 JUL 26 PM 1:58

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered
Agent of AutoFlow L.P.
as made in the foregoing Certificate of Limited Partnership.

Date:

7/21/95

By:

Vicki Schreiber, Asst. Sec'y

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
25 JUL 26 PM 1:58

FILE ON OR BEFORE NOVEMBER 30, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND ONE PENALTY FEE

FILED

95 MAR -5 AM 11:03

SECRETARY OF STATE
TALLAHASSEE FLORIDA

100001736521
-03/07/96--01117--004
****191.25 ****191.25
DO NOT WRITE IN THIS SPACE

B9500000269

1. Name of Limited Partnership
AUTOFLOW, L.P.

1a. DOCUMENT #
B95000000269

Mailing Address Principal Office Address
c/o CS First Boston Corp c/o CS First Boston Corp
5 World Trade Center 55 East 52nd St.
New York, NY 10048 New York, NY 10055

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 7/26/95
3a. Date of Last Report
4. State or Country of Formation
Delaware

5a. Capital Contributions as Shown
on Record \$ 200.00
5b. Amount of Capital Contributions in
FLORIDA to date N/A
6. FEI Number
13-3835172

7. CERTIFICATE OF STATUS REQUIRED ☐
Applied For
Not Applicable

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
1201 Hays Street, Suite 105
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
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

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
Autoflow, Inc.	5 World Trade Center	New York, NY 10048	F94000005182
AR - \$52.50 SF - \$138.75 3/6/96 aw			

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 620 Florida Statutes.

SIGNATURE Kenneth J. Lohsen, Dir. of Taxes DATE 1-31-96
Typed or Printed Name of General Partner Signing Form Telephone Number (212) 322-1770

CR2E003 (6/95)



B95000000 269

ACCOUNT NO. : 072100000032

REFERENCE : 551910 163137A

AUTHORIZATION :

COST LIMIT : \$35.00

Patricia Pzyto

ORDER DATE : October 2, 1997

ORDER TIME : 12:36 PM

ORDER NO. : 551910-005

CUSTOMER NO: 163137A

CUSTOMER: Asst Vice Pres Rhonda Matty
Credit Suisse First Boston
11 Madison Avenue

700002310357--8

New York, NY 10010-3629

DOMESTIC AMENDMENT FILING

NAME: AUTFLOW, L.P.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

10/2/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -2 PM 3:35

RECEIVED
97 OCT -2 PM 1:29
DIVISION OF CORPORATIONS

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

Autoflow, L.P.

(Insert name currently on file with Florida Dept. of State)

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:

To change the Partnership name to Sedona Properties, L.P.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -2 PM 3:35

Lori M. Russo

(Signature of a General Partner)

Lori M. Russo, Assistant Secretary of Autoflow, Inc., the
(Typed or printed name of General Partner signing above) General Partner

STATE OF New York

COUNTY OF New York

On this 1st day of October, 19 97, Lori M. Russo personally
appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Rhonda G. Matty

(Notary Public Signature)

Rhonda G. Matty

(Notary's Printed Name)

Seal

RHONDA G. MATTY
Notary Public, State of New York
No. 41-4735034
Qualified in Queens County
Commission Expires July 31, 1998

My Commission Expires:



B95000000269

ACCOUNT NO. : 072100000032

REFERENCE : 551910 163137A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 2, 1997

ORDER TIME : 3:04 PM

ORDER NO. : 551910-010

CUSTOMER NO: 163137A

CUSTOMER: Asst Vice Pres Rhonda Matty
Credit Suisse First Boston
11 Madison Avenue

New York, NY 10010-3629

200002313592-2
-10/07/97-01023-020
*****52.50 *****52.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -2 PM 3:33

DOMESTIC AMENDMENT FILING

G. IAA _____
FILING 5.50
R. AGENT FEE _____
G. COPY _____
TOTAL 52.50
N. BANK _____
BALANCE DUE _____
REFUND _____

NAME: AUTOFLOW, L.P.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED
97 OCT -2 PM 3:22
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

10/12/97
JN

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned general partner of Autoflow, L.P.

... (b) Delaware

The total amount of the capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$ 1,000

This 1st day of October, 19 97

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


Lori M. Russo, Assistant Secretary of
Autoflow, Inc., the General Partner

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -2 PM 3:33

FIGURE 1

\$7 per \$1,000, based on the additional contribution
 (Minimum \$52.50 - Maximum \$1,750.00)