

B95000000322



Argosy/KOAR Group, Inc.

September 6, 1995

VIA FEDERAL EXPRESS

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

000001578940
-09/08/95--01008--001
****113.75 ****113.75

RE: AKGI-Flamingo C.V., a Netherlands Antilles limited partnership

Dear Sir or Madam:

In connection with the above-referenced matter, enclosed you will find Application by Foreign Limited Partnership for Authorization to Transact Business in Florida, together with check number 1139 in the amount of \$113.75 for the filing and for return of a Certificate of Good Standing. Also enclosed is a stamped, self-addressed envelope for return of the same.

Should you have any questions or problems with the enclosed, please immediately contact the undersigned at (407) 238-2800.

Sincerely,

Anna M. DiRocco
Paralegal

/amd

enclosures

P.S.: Please be advised that both the general partner and the managing director are entities properly filed in the state of Florida.

FILED
1995 SEP -8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ms. DiRocco
gave authorization
to correct name
in #1.

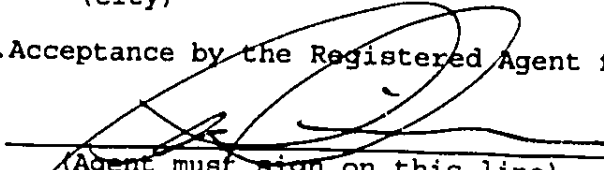
Cus 9/8/95 aw

Argosy/KOAR Group, Inc.

14335 Lake Bryan Road • Orlando, Florida 32821
Telephone: (407) 238-2427 • Facsimile: (407) 238-1964

Florida Department of State, Jim Smith, Secretary of State

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

1. AKGI-Flamingo C.V., Limited Partnership B95000000322
(Name of limited partnership as it is in the home state;
2. N/A
(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. Netherlands Antilles 4. May 17, 1995
(State of Formation) (Date of Formation)
5. Genevieve Giannoni
(Name of Registered Agent for Service of Process)
6. 14335 Lake Bryan Road
(Street Address of Registered Office)
- Orlando, Florida 32821
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.

(Agent must sign on this line)
8. 52 Bush Road, Philipsburg, St. Maarten, N.A.
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)
- | | |
|----------------------------------|-----------------------------------|
| 9. NAME OF GENERAL PARTNERS | SPECIFIC ADDRESS |
| AKGI-Sint Maarten N.V. o.a., a | 52 Bush Road |
| Netherlands Antilles corporation | Philipsburg, St. Maarten,
N.A. |
10. c/o Jeffer, Mangels, Butler & Marmaro
2121 Ave. of the Stars, 10th Fl., Los Angeles, CA 90067
(Office where Names, Address 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. c/o Argosy/Koar Group, Inc
14335 Lake Bryan Road, Orlando, Florida 32821
(Mailing Address of Limited Partnership)

FILED
1995 SEP - 8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This 1st day of September, 1995.

AKGI-Sint Maarten N.V.o.a., a Netherlands Antilles corporation
GENERAL PARTNER

BY: AK-St. Maarten, LLC
TITLE: Managing Director

BY: [Signature]
Osamu Kaneko, Manager

STATE OF California
COUNTY OF Los Angeles

THE FOREGOING instrument was acknowledged and sworn to before me
this 1st day of September, 1995, by AKGI-Sint Maarten N.V.o.a. a
Netherlands Antilles corporation (Name of General Partner) of

AKGI-Flamingo C.V.
(Name of Limited Partnership), a Netherlands Antilles (State or
Country) Limited Partnership, on behalf of the Limited Partnership.

[Signature]
Notary Public

State of California at Large
My Commission Expires:

10/18/96

(SEAL)



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1995 SEP - 8 PM 2:21
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared **Osamu Kaneko**, the manager of AK-St. Maarten, LLC, the managing director of AKGI-Sint Maarten N.V.o.a., a Netherlands Antilles corporation, the general partner of AKGI-Flamingo C.V., a Netherlands Antilles limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$10,000.00.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$10,000.00.

This 1st day of September, 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.

AKGI-Flamingo C.V., a Netherlands
Antilles limited partnership

BY: AKGI-Sint Maarten N.V.o.a., a
Netherlands Antilles corporation,
TITLE: General Partner

BY: AK-St. Maarten, LLC
TITLE: Managing Director

BY: Osamu Kaneko
TITLE: Manager


STATE OF California
COUNTY OF Los Angeles
DATE September 1, 1995

FILED
1995 SEP - 8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

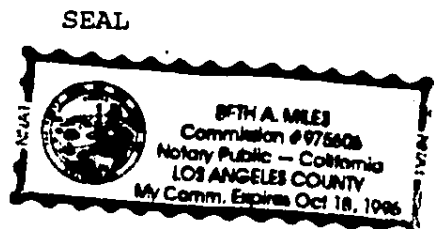
BEFORE ME, this undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared **Osamu Kaneko** for and on behalf of the General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit on behalf of General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my
official seal, in the State and Country aforesaid, this 1st
day of September, 1995.

Beth A. Miles
Notary Public

State of California at Large
My Commission Expires:

10/18/96



FILED
1995 SEP -8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF CORPORATE EXISTENCE

THE UNDERSIGNED:

GERARD CHRISTOFFEL ANTONIUS SMEETS, a Civil Law Notary,
residing in Curaçao, Netherlands Antilles,

HEREWITH CERTIFIES:

that the limited partnership AKGI-FLAMINGO C.V. has been
entered into by deed of May 17th, 1995;

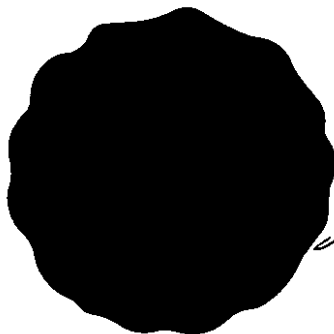
that the sole general partner of AKGI-FLAMINGO C.V. is
AKGI-Sint Maarten N.V., a Netherlands Antilles Corporation,
which corporation is fully liable for the whole of the
obligations of the partnership, and is authorized to act for
the partnership and sign on its behalf;

that the purpose and powers of the limited partnership
and its duration are described in Article 1.07 and 1.06
respectively of the Limited Partnership Agreement;

that the limited partnership AKGI-FLAMINGO C.V. is
existing as a limited partnership as defined in Book I Second
Section of the Commercial Code of the Netherlands Antilles.

IN WITNESS WHEREOF, I have set my hand hereunto, after
having affixed my official seal of office.

Curaçao, August 31, 1995.



A handwritten signature in ink, written over a horizontal line, located to the right of the official seal.

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID
REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



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

FILED

55 MAR 13 AM 11:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership

1a. DOCUMENT #
B95000000322

AKGI-FLAMINGO C.V., LIMITED PARTNERSHIP

96-AR

CM

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, If Applicable
12016 Turtle Cay Circle

Suite, Apt. #, etc.

City, State & Zip
Orlando, Florida 32836

2a. 12016 Turtle Cay Circle

Suite, Apt. #, etc.

City, State & Zip
Orlando, Fl. 32836

Mailing Address

**C/O ARGOSY/KOAR GROUP, INC.
7400 E. BRYAN RD.
ORLANDO, FL 32836**

Principal Office Address

**C/O ARGOSY/KOAR GROUP, INC.
7400 E. BRYAN RD.
ORLANDO, FL 32836**

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 Firmed or Registered to Do Business in
FLORIDA
09/08/1995

3a. Date of Last Report

4. State or County of Formation
OC

5a. Capital Contributions as Shown
on Record
\$10,000.00

5b. Amount of Capital Contributions in
FLORIDA to date
0

6. FEI Number
95-4530140

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

☐ \$4.00 Additional Fee required
for a Certificate of Status

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 607.103, F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$197.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75).

Note: If the amount entered in 5b is greater than the 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 ST.

9. Name and Address of Current Registered Agent

**GLANNON, GENEVIEVE
7400 E. BRYAN RD.
ORLANDO, FL 32836**

10. If changed, new Registered Agent/Office

Name

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

12016 Turtle Cay Circle

Suite, Apt. #, etc.

City
Orlando

Zip Code

FL 32836

10a. Pursuant to the provisions of sections 620.1051 and 620.1052, 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 sections 620.1052, 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
(If P.O. Box, use Post Office Box Number)

11b. City, State & Zip Code

11c. Registration
Document Number

AKGI-SINT MAARTEN N.V.

52 BUSH ROAD

PHILIPSBURG, ST. MAAR

F85000003488

**100001753051
-03/21/96--01084--003
***191.25 ***191.25**

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)(k), Florida Statutes. I release the Division of Corporations from any liability for 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 and name 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

DATE **3/5/96**

Typed or Printed Name of General Partner Signing Form **Ann S. Cohen, Managing Director**, Telephone Number **(407) 238-2232**