

1201 HAYS STREET  
TALLAHASSEE, FL 32304

800-342-8086

1395000000399



ACCOUNT NO. : 072100000032  
REFERENCE : 696891 82154A  
AUTHORIZATION :  
COST LIMIT : 9

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 NOV -6 PM 3:23

ORDER DATE : October 3, 1995

ORDER TIME : 1:43 PM

ORDER NO. : 696891

CUSTOMER NO: 82154A

8000016311678  
-11708705--01039--012  
\*\*\*1785.00 \*\*\*1785.00

CUSTOMER: Joyce Ditucci, Legal Assistant  
Carl G. Santangelo, Esq  
Suite 200, Building Two  
3000 North Federal Highway  
Fort Lauderdale, FL 33306

FOREIGN FILINGS

NAME: RTL PARTNERS, L.P.

DATE 11/6/95  
G. TAX FILING 1750  
R. AGENT FEE 25  
C. COPY 1785  
TOTAL 1785  
N. BANY  
BALANCE DUE  
CORPORATE  
LIMITED PARTNERSHIP

PROFIT  
NON-PROFIT

X CORPORATE  
X LIMITED PARTNERSHIP

X QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
X PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GAIL SHELBY

Florida Department of State, Jim Smith, Secretary of State

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

1. RTL PARTNERS, L.P., a Delaware Limited Partnership  
(Name of limited partnership as it is in the home state)

2. RTL Partners, 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 4. JULY 11, 1994  
(State of Formation) (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, Florida 32301  
(City) (Zip Code)

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

Bruce R. W.  
(Agent must sign on this line)

8. 2320 N.E. 9th Street, Suite 300, Fort Lauderdale, Florida 33304  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

GLENRIVER, INC. F94000004102

1704140  
RIVERSIDE CAPITAL ADVISERS, INC.

SPECIFIC ADDRESS

2320 N.E. 9th Street  
Suite 300  
Fort Lauderdale, FL 33304

2320 N.E. 9th Street  
Suite 300  
Fort Lauderdale, FL 33304

10. GLENRIVER, INC.  
(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. 2320 N.E. 9th Street, Suite 300, Fort Lauderdale, FL 33304  
(Mailing Address of Limited Partnership)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
NOV - 9 PM 3:23

This 28 day of September, 19 95.

GLENRIVER, INC.

By: Glenn S. Koach, President

Glenn S. Koach, President

STATE OF FLORIDA

COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 28 day of September, 19 95, by Glenn S. Koach, President of (Name of General Partner) of GLENRIVER, INC.

RTL Partners, L.P.

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

Joyce DiTucci

Notary Public

State of Florida at Large

(SEAL)

My Commission Expires:



Joyce DiTucci  
MY COMMISSION # CC487108 EXPIRES  
August 8, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 NOV -6 PM 3:23

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Glenn S. Koach, President  
general partner of RTL PARTNERS, L.P. of GLENRIVER, INC., 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 \$ 34,281,535.80

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,778,816.00

This 28 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.

General Partner

STATE OF FLORIDA  
COUNTY OF BROWARD  
DATE 9-28-95

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 Glenn S. Koach, President of  
GLENRIVER, 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 28 day of September, 1995.

Joyce DiTucci  
Notary Public

Seal

State of FLORIDA at Large  
My Commission Expires:



Joyce DiTucci  
MY COMMISSION # CC487108 EXPIRES  
August 8, 1999  
BONDED THRU TROY FAIN INSURANCE, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
SSN 6-6 PM 3:23

# B95000000399

FILED

96 MAR 19 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Carl G. Santangelo, P.A.

3000 N. Federal Hwy  
Bldg. 2, Ste. 200

Ft. Lauderdale, FL 33304

(City, State, Zip)

(Phone #)

(305) 548-2002

OFFICE USE ONLY

400001762304  
-03/29/96--01028--005  
\*\*\*1775.00 \*\*\*1775.00

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

1. RTL Partners, L.P. B95000000399  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

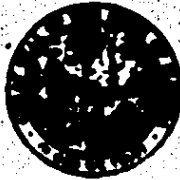
NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input 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

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

December 27, 1995

RECEIVED JAN 03 1996

RTL PARTNERS, LTD.  
2320 N.E. 9TH STREET, SUITE 300  
FT. LAUDERDALE, FL 33304

SUBJECT: RTL PARTNERS, LTD.  
Ref. Number: B9500000399

We have received your document for RTL PARTNERS, LTD. and your check(s) totaling \$576.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amount listed in 5a does not match the contribution amount we have on file.  
(See attachment)

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

Chapter 620, Florida Statutes, requires a supplemental affidavit to be filed pursuant to section 620.108 or 620.169, Florida Statutes, any time the actual contributions of the limited partners exceed the anticipated amount of capital contributions on file with this office.

The fee to file the supplemental affidavit will be based on the increase at a rate of \$7 per \$1000, with a minimum filing fee of \$52.50 and maximum filing fee of \$1750. The fee to file a supplemental affidavit decreasing the contributions is \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning  
Corporate Specialist

Letter Number: 895A00055476

**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

January 29, 1996

**CARL G. SANTANGELO, P.A.**  
**PROFESSIONAL ASSOCIATION**  
**3000 N. FEDERAL HWY., BLDG. 2, STE. 200**  
**FORT LAUDERDALE, FL 33306**

**SUBJECT: RTL PARTNERS, LTD.**  
Ref. Number: B9500000389

We have received your document for RTL PARTNERS, LTD. and your check(s) totaling \$576.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Attached is a computer printout for the above referenced limited partnership which reflects the total anticipated amount of the limited partners contributions allocated for the purpose of transacting business in Florida last reported to this office. The amount listed in Block 5a or 8a of the document and the amount last reported to this office must be identical. Please amend 5a or 8a accordingly.

Chapter 620, Florida Statutes, requires a supplemental affidavit to be filed pursuant to section 620.108 or 620.169, Florida Statutes, any time the actual contributions of the limited partners exceed the anticipated amount of capital contributions on file with this office.

The fee to file the supplemental affidavit will be based on the increase at a rate of \$7 per \$1000, with a minimum filing fee of \$52.50 and maximum filing fee of \$1750. The fee to file a supplemental affidavit decreasing the contributions is \$52.50.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning  
Corporate Specialist

Letter Number: 196A00003799

FILED

96 MAR 19 AM 8:51

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN  
LIMITED PARTNERSHIP**

TALLAHASSEE, FLORIDA

The undersigned general partner of RTL PARTNERS, L.P.

, a (an) Delaware

Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176,  
Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the  
purpose of transacting business in Florida is \$ 34,281,535.80.

This \_\_\_\_\_ day of January, 19 96.

**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**

RIVERSIDE CAPITAL ADVISERS, INC., General Partner

By: \_\_\_\_\_

Thomas J. Ryan, President

Filing Fee:	\$25.00
Certified copy:	\$32.50 (optional)
Certificate of Status:	\$ 8.75 (optional)



FILE ON OR BEFORE DECEMBER 31, 2000 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERS  
ANNUAL REPORT  
1996

B9500000399

FILED

96 MAR 19 AM 8:51

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership  
RTL PARTNERS, L.P.

1a. DOCUMENT #  
B95000000399

3/19  
+18

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

State Apt # etc

City State & Zip

2a. New Principal Office Address, if Applicable

State Apt # etc

City State & Zip

Mailing Address  
2320 NE 9th Street #300  
Ft. Lauderdale, Florida 33304

Principal Office Address

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 11/6/95

3a. Date of Last Report

4. State or Country of Formation  
Delaware

5a. Capital Contributions as Shown  
on Record \$2,060,351.00

5b. Amount of Capital Contributions in  
FLORIDA to date 34,281,535.80

6. FL Number  
65-0485787

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; 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50  
2.) Supplemental Fee: \$138.75 (pursuant to section 607.183, 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, Florida 32301

10. If changed, new Registered Agent/Officer

Name  
Carl G. Santangelo, P.A.  
Street Address (P.O. Box Number is Not Acceptable)  
300C N. Federal Highway  
Suite Apt # etc  
Building Two, Suite 200  
City  
Fort Lauderdale, FL Zip Code  
33206

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) *Carl G. Santangelo* DATE 11/30/95

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
Glenriver, Inc.	2320 NE 9th St.	Ft. Lauderdale, FL	F94000004102
Riverside Capital Advisers, Inc.	2320 NE 9th St.	Ft. Lauderdale, FL	H04140

100001762231  
-03/29/96--01027--003  
\*\*\*\*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)(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 determined to be exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that I am a general partner, limited partner, receiver or trustee of the partnership. I am not a general partner, limited partner, receiver or trustee of the partnership.

SIGNATURE *THOMAS J. RYAN* DATE 12/11/95  
Typed or Printed Name of General Partner Signing Form THOMAS J. RYAN PRES Telephone Number 305-568-2002

CR2E003 (6/95)