

1201 HAYS STREET
TALLAHASSEE, FL 32301
(904) 222-0391 FAX
000-112-1080
B95000000419

RECEIVED

95 OCT 26 AM 10:08



ACCOUNT NO. : DIVISION OF CORPORATION
072100000032

REFERENCE : 708303 86901K

AUTHORIZATION : Patricia Piquit

COST LIMIT : \$ 87.50

ORDER DATE : October 26 1995

ORDER TIME : 9:18 AM

ORDER NO. : 708303

CUSTOMER NO: 86901K

CUSTOMER: Mr. Robert Smith - 86901k
Prentice Hall Legal &
Suite 250
1455 Response Road
Sacramento, CA 95815

200001620802

FOREIGN FILINGS

NAME: DEVON CAPITAL MANAGEMENT
L.P.

 PROFIT
 NON-PROFIT

 CORPORATE
XXX LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrina Randolph

FILED
1995 NOV 27 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B95000000419

dec



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 26, 1995

SEBRENA RANDOLPH
CSC
TALLAHASSEE, FL

SUBJECT: DEVON CAPITAL MANAGEMENT LIMITED PARTNERSHIP
Ref. Number: W95000021370

We have received your document for DEVON CAPITAL MANAGEMENT LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, the corporate general partner, DEVON VENTURES, INC., must qualify in Florida.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 995A00048182

Florida Department of State, Jim Smith, Secretary of State

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

1. Devon Capital Management, L.P.
(Name of limited partnership as it is in the home state;
2. Devon Capital Management Limited Partnership
(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. California
(State of Formation)
4. March 17, 1989
(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.
James B. Rogers
(Agent must sign on this line)
8. 2000 Powell Street, Suite 1240, Emeryville, CA 94608
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)
9. **NAME OF GENERAL PARTNERS**
Devon Ventures, Inc.
F95000005700
- SPECIFIC ADDRESS**
2000 Powell Street, Suite 1240
Emeryville, CA 94608
10. 2000 Powell Street, Suite 1240, Emeryville, CA 94608
(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. 2000 Powell Street, Suite 1240, Emeryville CA 94608
(Mailing Address of Limited Partnership)

FILED
1985 NOV 27 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Kenneth E. Nitzberg, a
 general partner of Devon Capital Management, a (an)
California, limited partnership, hereinafter referred to as the "Partnership", who
 certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000.00.

This 9th day of October, 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.

Kenneth E. Nitzberg
 General Partner

FILED
 1995 NOV 27 PM 12:00
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

STATE OF California
 COUNTY OF Alameda
 DATE 10/9/95

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 Kenneth E. Nitzberg (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 9th day of October, 1995.

[Signature]
 Notary Public

Seal

State of California at Large
 My Commission Expires:
August 31, 1999

This 9th day of October, 1995.

Kenneth F. Nitzberg
General Partner

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 9th day of October, 1995, by Kenneth F. Nitzberg (Name of General Partner) of

Devon Capital Management

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

[Signature]
Notary Public

State of California at Large

(SEAL)

My Commission Expires:
August 31, 1995

FILED
1995 NOV 27 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT

1995

FLORIDA DEPARTMENT OF REVENUE
Sandra L. ...

DIVISION OF CORPORATIONS

1. Name of Limited Partnership

Devon Capital Management,
Limited Partnership

1a. DOCUMENT #
B9500000419

FILED

96 MAY -2 PM 2:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DO NOT WRITE IN THIS SPACE

Mailing Address

2000 Powell Street, Suite 1240
Emeryville, CA 94608

Principal Office Address

same

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
November 27, 1995

3a. Date of Last Report
N/A

4. State or Country of Formation
California

5a. Capital Contributions as Shown
on Record
\$1000

5b. Amount of Capital Contributions in
FLORIDA to Date
\$1000

6. FEIN Number

94-3097822

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 5a or 5b or \$0 blank, with a minimum filing fee of \$42.50 and a maximum of \$437.50
2.) Supplemental Fee: \$136.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$42.50 + \$136.75) AND NO MORE THAN \$576.25 (\$437.50 + \$136.75)
Note: If the amount entered in 5a is greater than amount entered in 5b, 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

Name

10. If changed, new Registered Agent/Office

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

Suite, Apt. #, etc.

City

280001812922
05/08/96-01035-010
\$\$\$573.75 \$\$\$191.25

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)

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)

Devon Ventures, Inc.

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

2000 Powell Street
Suite 1240

11b. City, State & Zip Code

Emeryville, CA 94608

11c. Registration/
Document Number

F95000005700

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

2. 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

Typed or Printed Name of General Partner Signing Form

Kenneth E. Nitzberg

DATE 04/30/96

Telephone Number 510-450-1300