

1204 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

B95000000470

CSC networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

95 DEC 21 PM 3:30

DIVISION OF CORPORATION
ACCOUNT NO. : 072100000032

REFERENCE : 777416 6624A

AUTHORIZATION : *Patricia Pizit*

COST LIMIT : \$ 1,793.75

FILED STATE
SECRETARY OF CORPORATIONS
95 DEC 21 AM 3:31

ORDER DATE : December 20, 1995

ORDER TIME : 2:55 PM

ORDER NO. : 777416

CUSTOMER NO: 6624A

CUSTOMER: Dana Knollenberg, Legal Asst
Ginsberg Brusilow, P.C.
Suite 750
14785 Preston Road
Dallas, TX 75240

100001668261

FOREIGN FILINGS

NAME: SOUTHWEST PROPERTIES GROUP -
COCOA BEACH, L.P.

XX PROFIT
 NON-PROFIT

 CORPORATE
XXX LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
 PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: HARRY DAVIS

BK
12/21/95

Florida Department of State, Jim Smith, Secretary of State

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

FILED STATE
SECRETARY OF CORPORATION
DIVISION OF
95 DEC 21 AM 10:31

1. Southwest Properties Group - Cocoa Beach, L.P.
(Name of limited partnership as it is in the home state)

2. Southwest Properties Group - Cocoa Beach, 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. 12/14/95
(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.

Laura R. Dunlap, Laura R. Dunlap, as agent
(Agent must sign on this line)

8. 1013 Centre Road, Wilmington, Delaware 19805
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

SPECIFIC ADDRESS

G.P. Southwest Properties Group I, Inc.,

701 Commerce Street, Suite 200

F450000-02094

Dallas, Texas 75202

10. 701 Commerce Street, Suite 200, Dallas, Texas 75202

(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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. 701 Commerce Street, Suite 200, Dallas, Texas 75202
(Mailing Address of Limited Partnership)

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
95 DEC 21 AM 10:31

This 18th day of December
G.P. Southwest Properties Group, Inc., 1995

G.P. Southwest Properties Group I, Inc.

By: Stephen H. Kanoff
General Partner
Stephen H. Kanoff, Vice-President

STATE OF TEXAS

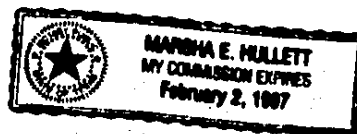
COUNTY OF DALLAS

THE FOREGOING instrument was acknowledged and sworn to before me this 18th day of December, 1995, by Stephen H. Kanoff, Vice-President of G.P. Southwest Properties Group I, Inc., general partner of Southwest Properties Group I, Inc. (Name of General Partner)

Southwest Properties Group - Cocoa Beach, L.P. (Name of General Partner)
(Name of Limited Partnership) Delaware

Limited Partnership.

Marsha E. Zeller
Notary Public
State of Texas



(SEAL)

My Commission Expires:

BEFORE ME the undersigned personally appeared Stephen H. Kanoff, Vice-President of G.P. Southwest
Southwest Properties Group I, Inc., a general partner of Cocoa Beach, L.P., a (an) Delaware limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 21 AM 10:31

1. The amount of capital contributions of the limited partners is \$ 800,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 800,000.00.

This 18th day of December, 1995.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

G.P. Southwest Properties Group I, Inc.

By: Stephen H. Kanoff

General Partner

Stephen H. Kanoff, Vice-President

State of TEXAS

County of DALLAS

Date December, 1995

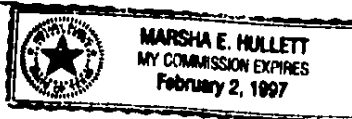
Stephen H. Kanoff, Vice-President of G.P. Southwest Properties Group I, Inc.

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 (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 18th day of December, 1995.

Marsha E. Hullett

Notary Public
State of Texas



Seal

XXXXXX

My commission expires: _____

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

B9500000470

FILED

96 FEB -1 PM 1:38

SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Name of Limited Partnership Southwest Properties Group - Cocoa Beach, Ltd.		1a. DOCUMENT # B95000000470	
Mailing Address 701 Commerce Street Suite 200 Dallas, TX 75202		Principal Office Address 701 Commerce Street Suite 200 Dallas, TX 75202	
3. Date Formed or Registered to Do Business in FLORIDA December 21, 1995		3a. Date of Last Report	
5a. Capital Contributions as Shown on Record \$800,000.00		5b. Amount of Capital Contributions in FLORIDA to date \$800,000.00	
4. State or Country of Formation Delaware		6. FET Number	
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.		7. CERTIFICATE OF STATUS REQUIRED ☐	
9. Name and Address of Current Registered Agent Corporation Service Company 1201 Hays Street Tallahassee, Florida 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, submit 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) G.P. Southwest Properties Group I, Inc.		11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers) 701 Commerce Street Suite 200 Dallas, TX 75202	
		11b. City, State & Zip Code Dallas, TX 75202	
		11c. Document Number F95000002094	
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, 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.			
SIGNATURE By: Clifford A. Booth, President Typed or Printed Name of General Partner Signing Form G.P. Southwest Properties Group I, Inc. Telephone Number (214) 760-7711			

CR2E003 (2/95)