

B95000000480

CAPITOL SERVICES d/b/a
PARALEGAL & ATTORNEY SERVICE BUREAU, INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

600001675746

-01/02/96--01086--020

***1785.00 ***1785.00

OFFICE USE ONLY

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

1. Hyacinth Properties Limited Partnership
(Corporation Name) (Document #)

2. B95000000480
(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	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A. Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☒	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

12/28/95a

FF - \$1,750.00
RA - \$35.00

FILED
95 DEC 28 PM 12:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
95 DEC 28 AM 11:23
DIVISION OF CORPORATION

Examiner's Initials

B950000000

FLORIDA DEPARTMENT OF STATE
Sandra S. Matheson
Secretary of State

December 27, 1995

CARLTON FIELDS
PO BOX 180
TALLAHASSEE, FL 32301

The name HYACINTH PROPERTIES, LIMITED PARTNERSHIP has been reserved for 120 days beginning December 27, 1995. The reservation number is R95000005539 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1061 (Lanham Act); Chapter 486, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (804) 488-9000, the Name Availability Section

Judy Euse

Letter number: 395A00055477

12-27-1995 16:33

212 373 2285

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CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P. A.

ATTORNEYS AT LAW

ONE CENTRAL PLACE

PO BOX 2000

TAMPA, FLORIDA 33601

TEL 813-271-1000

FAX 813-271-1100

FEDERAL PLACE

PO BOX 1001

TAMPA, FLORIDA 33601

TEL 813-271-1000

FAX 813-271-1100

HILLSBOROUGH SQUARE

PO BOX 10000

TAMPA, FLORIDA 33601

TEL 813-271-1000

FAX 813-271-1100

FIRST FLORIDA BANK BUILDING

PO BOX 1000

TALLAHASSEE, FLORIDA 32301

TEL 904-201-1000

FAX 904-201-1000

SPRINGHILL

PO BOX 100

1000 PINE HILLS, FLORIDA 33450

TEL 813-271-1000

FAX 813-271-1000

SUNSHINE TOWER

PO BOX 2001

ST. PETERSBURG, FLORIDA 33701

TEL 813-271-1000

FAX 813-271-1000

PLEASE REPLY TO:

Tampa

December 27, 1995
(VIA FAX 212/373-2042)

Peter Fisch, Esq. and
Irene Farrell, Esq.
Paul, Weiss, Rindkind, Wharton & Garrison
1285 Avenue of the Americas
New York, N.Y. 10019

*Re: Devon/Hyacinth Properties/Acquisition of
Sunsetwood I from Aline (37211/88929)*

Dear Peter and Irene:

I assume that by the time you receive this message, your office will have been able to fax to us, and to the attorney representing Chicago Title, evidence and confirmation that Hyacinth Properties, Limited Partnership, has been properly filed in Delaware as a Limited Partnership. If they receive evidence of this, Chicago Title has authorized Mr. Coleman not to require actual filing in Florida as a condition to issuance of the title required to allow us to effect closing.

Even though this obstacle seems to have been surmounted, I also wanted you to know (and to be able to pass on to the service bureau who is handling this) the fact that our firm (through its Tallahassee office) has reserved the name Hyacinth Properties, Limited Partnership. I enclose a copy of the correspondence which we received from the Secretary of State's office confirming this reservation. As you can see, in order for the service bureau to be able to accomplish the filing of the Hyacinth Properties, Limited Partnership name, they will need to attach a copy of this letter to their filing, refer to the Filing Letter (No. 395A00033477), or perhaps do both.

12-27-1995 19:33

212 373 2285

PLR-30

P.03

Peter Flach, Esq. and
Irene Ferrell, Esq.
December 27, 1995
Page 2

If you or they need to coordinate any other aspects of this, please feel free to have them contact me or Carroll Ball, the legal assistant working with me on this. If there is a desire or need to contact someone directly in Tallahassee, please have them contact Garry Gould at our firm's Tallahassee office (904/224-1585, extension 225).

Sincerely yours,



Roger D. Schwab

RDs/sd

Enclosure

cc: Mrs. Carroll Ball, Legal Assistant
(with enclosure)
Garry Gould (Via Fax 904/222-0398)
Kevin G. Coleman, Esq. (w/enclosure/
Via Fax 941/262-6092)

12/28/95

10:35

9846367543

002

RELEASE OF CORPORATE NAME

We, the law firm of Carlton Fields Ward Emmanuel Smith & Cutler, P.A., law firm, hereby release the name HYACINTH PROPERTIES, LIMITED PARTNERSHIP, reserved by us on December 27, 1995, Reservation #K95000005839, with the Secretary of State of Florida, to:

NATIONAL CORPORATE RESEARCH, LTD., INC.

for its full use and benefit and give up any rights I may have had or ever will have in said corporate name.

CARLTON FIELDS WARD EMMANUEL
SMITH & CUTLER, P.A.

By

Dan Doyle
Gary Gould
Printed Name

RECEIVED

95 DEC 28 PM 12:26

DIVISION OF CORPORATION

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

1. HYACINTH PROPERTIES, LIMITED PARTNERSHIP B95000000480
(Name of limited partnership as it is in the home state;

2. _____
(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. DECEMBER 22, 1995
(Date of Formation)

5. National Corporate Research, Ltd.
(Name of Registered Agent for Service of Process)

6. 1406 Nays Street - Suite 42.
(Street Address of Registered Office)

Tallahassee , Florida 32301
(City) (Zip Code)

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

Mary Jo Kenny
(Officer must sign on this line)

Mary Jo Kenny, Assistant Secretary
(Type Name and Title of Officer)

8. 7 West 34th Street, New York, New York 10001
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS
ROSEBUD PROPERTIES, INC.

SPECIFIC ADDRESS
7 West 34th Street
New York, New York 10001

10. 7 West 34th Street, New York, New York 10001
(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. 7 West 34th Street, New York, New York 10001
(Mailing Address of Limited Partnership)

FILED
5 DEC 28 PM 12:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This 27th day of December, 1995
ROSEBUD PROPERTIES, GENERAL PARTNER
By: Michael S. Sims
Name: Michael S. Sims
Title: Vice President

STATE OF NEW YORK
COUNTY OF NEW YORK Michael S. Sims Vice President
name title of

THE FOREGOING instrument was acknowledged and sworn to before me this 27th day
of December, 1995, by Rosebud Properties, Inc. (Name of General Partner) of

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

Irene M. Farrell

Notary Public
State of New York at Large

(SEAL)

My Commission Expires:
11/2/97

IRENE M. FARRELL
Notary Public, State of New York
No. 41-4911055
Qualified in Queens County
Commission Expires November 2, 1997

FILED
95 DEC 28 PM 12:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Michael S. Sims, Vice President of
name title
general partner of Hyacinth Properties, Limited Partnership, a
Delaware limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 399,000.00 total.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 399,000.00.

This 27th day of December, 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.

ROSEBUD PROPERTIES, INC.

General Partner

By: Michael S. Sims

Name: Michael S. Sims
Title: Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 DEC 28 PM 12:33

FILED

STATE OF NEW YORK
COUNTY OF NEW YORK
DATE Dec 27, 1995

Michael S. Sims Vice President
name title of

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 Rosebud Properties, 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 27th day of December, 1995.

Irene M. Farrell
Notary Public

Seal

State of New York at Large
My Commission Expires:
11/2/97

IRENE M. FARRELL
Notary Public, State of New York
No. 41-4911055
Qualified in Queens County
Commission Expires November 2, 1997

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

LIMITED PARTNERSHIP
ANNUAL REPORT
1996

B95000000480

FILED
96 JAN 23 PM 4:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #

B95000000480

Hyacinth Properties Limited Partnership

Mailing Address

Principal Office Address

*17 West 34th Street
New York, N.Y. 10001*

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA

12-27-95

3a. Date of Last Report

4. State or Country of Formation

Delaware

5a. Capital Contributions as Shown
on Record

399,000.00

5b. Amount of Capital Contributions in
FLORIDA to date

184,110.00

6. FEI Number

13-3864187

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 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

Current Registered Agent

*National Corporate Research, Ltd. Inc.
1406 Hays Street - Suite #2
Tallahassee, Florida 32301*

Name

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

Suite, Apt. #, etc.

City

FL

Zip Code

10. If changed, new Registered Agent/Office

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

Rosebud Properties, Inc

17 West 34th ST

New York, N.Y. 10001

P16060

700001701537

-01/30/96--01100--001

******576.25 ****576.25**

KWM

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 effect 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

Rosebud Properties, Inc., GP
By: [Signature]

its Vice President

DATE

1/15/96

Typed or Printed Name of General Partner Signing Form

Telephone Number *(212) 971-9270*

CR2E003 (6/95)