

B9600000003



ACCOUNT NO. : 072100000032

REFERENCE : 787591 4919B

AUTHORIZATION :

500001680625  
-01/05/96--01095--009  
\*\*\*\*227.50 \*\*\*\*227.50

COST LIMIT : % PREPAID

\*\* FILE FIRST \*\*

ORDER DATE : December 29, 1995

ORDER TIME : 11:19 AM

ORDER NO. : 787591

CUSTOMER NO: 4919B

CUSTOMER: Andrew F. Dunstan, Legal Asst  
Honigman, Miller, Schwartz &  
222 Lakeview Avenue  
Suite #800  
West Palm Beach, FL 334016112

FILED  
95 JAN -2 PM 3:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
95 DEC 29 PM 12:12  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: CB OF New York, LTD.

XX PROFIT  
       NON-PROFIT

       CORPORATE  
XXX LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis

~~#9500002577~~  
1-2-96a



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 29, 1995

HARRY B. DAVIS  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: CB, LTD.  
Ref. Number: W95000025171

*OF New York*  
We have received your document for CB, LTD. and check(s) totaling \$227.50. However, your check(s) and document are being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6020.

Ava Watson  
Corporate Specialist

Letter Number: 495A00055748

RECEIVED  
JAN -2 PM 1:11  
Division of Corporations

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

1. CB, L.P. B96000000003  
(Name of limited partnership as it is in the home state;

2. CB OF NEW YORK, 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. New York 4. July 6, 1995  
(State of Formation) (Date of Formation)

5. The Prentice-Hall Corporation System, Inc.  
(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.  
THE PRENTICE HALL CORPORATION SYSTEM, INC.

By: Judith S. Blawie  
(Agent must sign on this line)

8. c/o Corporate Builders, Inc., 725 Fifth Avenue, 19th Floor, New York, NY 10022  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Corporate Builders, Inc.

SPECIFIC ADDRESS

725 Fifth Avenue  
19th Floor  
New York, NY 10022

10. 725 Fifth Avenue, 19th Floor, New York, NY 10022  
(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. 725 Fifth Avenue, 19th Floor, New York, NY 10022  
(Mailing Address of Limited Partnership)

FILED  
96 JUN -2 PM 3:35  
SECRETARY OF STATE  
TALLAHASSEE - FLORIDA

This 21st day of December, 19 95.

CORPORATE BUILDERS, INC.

By: [Signature]

General Partner

Glenn Bierman, Vice President

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 21st day of December 19 95, by Glenn Bierman, Vice President (Name of General Partner) of Corporate Builders, Inc.

CB, L.P.

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

Notary Public

State of \_\_\_\_\_ at Large

(SEAL)

My Commission Expires:

[Signature: Eileen Hunter]

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55 JAN -2 PM 3:35  
TALLAHASSEE FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Glenn Bierman, Vice President of Corporate Builders, Inc., a general partner of CB, L.P., a (S) New York limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 300,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 20,000.00.

This 21st 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.

General Partner  
CORPORATE BUILDERS, INC.  
By: [Signature]  
Glenn Bierman, Vice President

95 JAN -2 PM 3:35  
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TALLAHASSEE, FLORIDA

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_  
DATE \_\_\_\_\_

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 Bierman (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 WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of December, 1995.

Seal

Notary Public

Eileen Hunter

State of \_\_\_\_\_ at Large  
My Commission Expires: \_\_\_\_\_