

# B96000000017



*Argosy/KOAR Group, Inc.*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

26 JAN 11 AM 10:52

FILED

January 4, 1996

600001682436  
-01/03/96--01054--001  
\*\*\*\*113.75 \*\*\*\*113.75

Qualification/Limited Partnership Sec.  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: RMI-Royal Palm C.V.o.a., and  
RMI-Flamingo C.V.o.a, Netherlands Antilles limited  
partnerships

Dear Sir or Madam:

In connection with the above-referenced matter, enclosed you will find Application by Foreign Limited Partnership for Authorization to Transact Business in Florida for each of the above-referenced entities. Also enclosed are check numbers 1134 and 1144, each in the amount of \$113.75, representing the filing fee, and for issuance of a Certificate of Authorization. Enclosed for your convenience is a stamped, self-addressed envelope for return of the certificate.

Please note from your records that both general partners are duly qualified to do business in Florida with the Secretary of State.

Should you have any questions or problems with the enclosed, please immediately contact the undersigned at (407) 238-2232.

Sincerely,

Anna M. DiRocco  
Paralegal

B96-17

/amd

enclosures

Name	ACI-11
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgment	
W. P. Verifier	

*Argosy/KOAR Group, Inc.*

8651 Treasure Cay Lane • P.O. Box 22069 • Lake Buena Vista, FL 32830-2069  
Telephone: (407) 238-2232 • Facsimile: (407) 238-2885

Florida Department of State, Jim Smith, Secretary of State

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

1. RMI-Flamingo C.V.o.a., a Netherlands Antilles limited partnership  
(Name of limited partnership as it is in the home state)

2. N/A  
(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.")

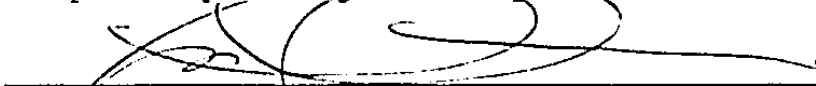
3. Netherlands Antilles 4. May 17, 1995  
(State of Formation) (Date of Formation)

5. Genevieve Giannoni  
(Name of Registered Agent for Service of Process)

6. 12016 Turtle Cay Circle  
(Street Address of Registered Office)

Orlando, Florida 32836  
(City) (Zip Code)

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

  
(Agent must sign on this line)

8. 52 Bush Road, Philipsburg, St. Maarten, N.A.  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS	SPECIFIC ADDRESS
AKGI-Sint Maarten N.V., a Netherlands Antilles corporation F95000003469	52 Bush Road Philipsburg, St. Maarten, N.A.

10. c/o Jeffer, Mangels, Butler & Marmaro  
2121 Ave. of the Stars, 10th Fl., Los Angeles, CA 90067  
(Office where Names, Address 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. c/o Argosy/Koar Group, Inc  
12016 Turtle Cay Circle, Orlando, Florida 32836  
(Mailing Address of Limited Partnership)

FILED  
JAN 11 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This 27th day of December, 1995.

AKGI-Sint Maarten N.V.o.a., a Netherlands Antilles corporation  
GENERAL PARTNER

BY: AK-St. Maarten, LLC  
TITLE: President

BY: [Signature]  
Osamu Kaneko, Manager

STATE OF CALIFORNIA  
COUNTY OF LOS ANGELES

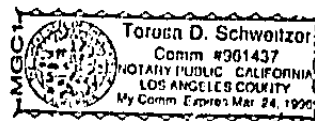
THE FOREGOING instrument was acknowledged and sworn to before me this 27 day of DECEMBER, 1995, by Osamu Kaneko, Manager, of AK-St. Maarten, LLC acting in its capacity as President of AKGI-Sint Maarten N.V.o.a. a Netherlands Antilles corporation the General Partner of

RMI-Flamingo C.V.o.a.  
(Name of Limited Partnership), a Netherlands Antilles (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Teresa D. Schweitzer  
Notary Public

State of CALIFORNIA at Large  
My Commission Expires:

MARCH 24, 1996



(SEAL)

FILED  
56 JAN 11 AM 10:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared **Osamu Kaneko**, the manager of AK-St. Maarten, LLC, acting in its capacity as President of AKGI-Sint Maarten N.V., a Netherlands Antilles corporation, the general partner of RMI-Flamingo C.V.o.a., a Netherlands Antilles limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$10,000.00.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ -0-.

This 27th day of December, 1995.

FURTHER AFFIANT SAYETH NOT.

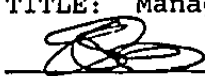
Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

RMI-Flamingo C.V.o.a., a Netherlands  
Antilles limited partnership

BY: AKGI-Sint Maarten N.V., a  
Netherlands Antilles corporation,  
TITLE: General Partner

BY: AK-St. Maarten, LLC  
TITLE: President

BY: Osamu Kaneko  
TITLE: Manager



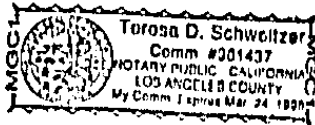
STATE OF CALIFORNIA  
COUNTY OF LOS ANGELES  
DATE DEC. 27, 1995

**FILED**  
96 JAN 11 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, this 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 **Osamu Kaneko** for and on behalf of the 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 on behalf of General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my  
official seal, in the State and Country aforesaid, this 27  
day of DECEMBER, 1995.

SEAL



Teresa D. Schweitzer  
Notary Public

State of CALIFORNIA at Large  
My Commission Expires:

MARCH 24, 1996

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JAN 11 AM 10:53

FILED

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

**B96000000017**

95 MAR 18 AM 11:07

STATE OF FLORIDA

1. DOCUMENT #

B96000000017

RMI-Flamingo C.V.O.A., a Netherlands  
Antilles Limited Partnership

c/o Argosy/Koar Group, Inc.  
12016 Turtle Cay Circle  
Orlando, Fl. 32836

2. Filing Date

100001750181

03/19/96-01145-028

\*\*\*\*191.25 \*\*\*\*191.25

2a. Filing Date

3. FILING DATE  
1/11/96

3a. FILING DATE  
N.A.

5a. FILING DATE  
\$10,000.00

5b. FILING DATE  
-0-

6. FILING DATE  
59-3359494

7. FILING DATE  
\$1.75 Additional Fee required  
for a Certificate of Status

8. FEES: (1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5a or 5b if 5a blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.  
(2) Supplemental Fee: \$18.75 (permitted to section 607.101(1)(b)).  
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 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

Giannoni, Genevieve  
12016 Turtle Cay Circle  
Orlando, Fl. 32826

10. Filing Date

FL

10a. Filing Date

Subparagraph (b) of Section 607.101(1)(b) of the Florida Statutes

(DATE)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY  
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name of General Partner	11a. Address of Each General Partner (If Registered in Another Jurisdiction)	11b. City, State & Zip Code	11c. Identification Number
AKGI - Sint Maarten	52 Bush Rd	Philipsburg St. Maarten	F9500000 3469
	3/19/96 aw	PR. \$52.50 SF. \$138.75	

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

12. SIGNATURE

*Charles C. Frey*

Charles C. Frey, Managing Director (407) 238-2232

CR2E003 (6/95)