

# B96000000018



**Argosy/KOAR Group, Inc.**

14335 Lake Bryan Road • Orlando, Florida 32821

(City, State, Zip)

(Phone #)

200001682442  
-01/09/98--01054--002  
\*\*\*\*113.75 \*\*\*\*113.75

OFFICE USE ONLY

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

- RMI - Royal Palm C.O.V.A., a Netherland Antilles  
(Corporation Name) (Document #)
- Limited partnership  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)
- \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time \_\_\_\_\_     Certified Copy
- Mail out     Will wait     Photocopy     Certificate of Status

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 JAN 11 AM 11:06

**FILED**

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	

B96-18

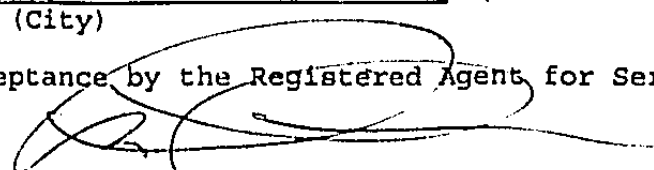
Name Availability	<i>[Signature]</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

Examiner's Initials	
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Florida Department of State, Jim Smith, Secretary of State

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

95 JAN 11 AM 11:05  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. RMI-Royal Palm 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 (State of Formation)      4. May 17, 1995 (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      52 Bush Road  
Netherlands Antilles corporation      Philipsburg, St. Maarten,  
F95000003469      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)

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:   
Osamu Kaneko, Manager

STATE OF

COUNTY OF

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

  
Notary Public

State of CALIFORNIA at Large  
My Commission Expires:



MARCH 24, 1996

(SEAL)

FILED  
96 JAN 11 AM 11:06  
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-Royal Palm 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-Royal Palm 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 11:06  
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 27th day of DECEMBER, 1995.

Jeresa D. Schwitzer  
Notary Public

State of CALIFORNIA at Large  
My Commission Expires:

MARCH 24, 1996

SEAL



96 JAN 11 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

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

**B96000000018**

96 MAR 18 AM 11:10

STATE OF FLORIDA  
TALLAHASSEE

1. DOCUMENT #  
B96000000018

RMI Royal Palm C.V.O.A., a Netherlands  
Antilles Limited Partnership

2. Tax Map No. and Parcel No.  
200001750157  
-03/19/96--01145--027  
\*\*\*\*191.25--\*\*\*\*191.25

c/o Argosy/Koar Group, Inc.  
12016 Turtle Cay Circle  
Orlando, Fl. 32826

2a. Tax Parcel or Other Address (if applicable)

3. FLORIDA  
1/11/96

3a.

4. N.A.

5a. \$10,000.00

5b. FLORIDA

-0-

6. 59-3359491

Application Fee  
Tax Application

7. STATE RATE OF STATES REQUIRED

SA \* 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 (with a maximum filing fee of \$52.50 and a maximum of \$437.50)  
2. Supplemental Fee: \$138.75 (pursuant to section 607.14(1), F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$138.75 (\$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  
12026 Turtle Cay Circle  
Orlando, Fl. 32836

10. Registered Firm Registered Agent Office

FL 71 Cash

10a. Pursuant to the provisions of section 607.14(1), F.S., the above named limited partnership, partnership or registered judge the laws of the State of Florida, shall be a partner for the purpose of filing for registration of a registered agent in the State of Florida. Such change was authorized by its general partners. I hereby accept the appointment as registered agent for the firm with effect from the filing date of this form. (Section 607.14(1), F.S.)

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 of each General Partner

AKGI - Sint Maarten

11a. Address of Each General Partner  
(Do NOT use P.O. Box Office Numbers)

52 Bush Rd

11b. City, State & Zip Code

Philipsburg St.  
MAARTEN, N.A.

11c. Registration  
Identification Number

F95000003469

AR \$52.50  
SF \$138.75

3/19/96 am

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)