

SPE  
0-0163

CORPORATION INC  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL  
904-222-9171  
904-222-0193



B96000000080

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
JAN 11 PM 1:51

MAIL TO:  
P.O. BOX 5828  
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 521334 4656A

AUTHORIZATION :

*Patricia Pyzats*

COST LIMIT : 9 140.00

ORDER DATE : January 5, 1995

700001376587

ORDER TIME : 12:58 PM

ORDER NO. : 521334

CUSTOMER NO: 4656A

CUSTOMER: Esther J. Forbes, Legal Asst  
Greenberg Traurig Hoffman  
P. O. Box 12890

Miami, FL 33101-2890

FOREIGN FILINGS

NAME: TURNBERRY ISLAND LIMITED  
PARTNERSHIP

XX PROFIT  
NON-PROFIT

CORPORATE  
XX LIMITED PARTNERSHIP

XX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

RECEIVED  
JAN 11 1995  
TALLAHASSEE, FL

1/11/95  
Bjk

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

1. TURNBERRY ISLAND LIMITED PARTNERSHIP  
(Name of Limited Partnership as it is in the State of filing.)
2. TURNBERRY ISLAND LIMITED PARTNERSHIP  
(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 4. December 16, 1994  
(State of Formation) (Date of Formation)
5. Marshall R. Pasternack  
(Name of Registered Agent for Service of Process)
6. 1221 Brickell Avenue  
(Street Address or Registered Office)
- Miami Florida 33131  
(City) (Zip Code)

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

Having been named to accept service of process for the foreign limited partnership named in this "Application by Foreign Limited Partnership for Authorization to Transact Business in Florida" at the place designated therein, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of §620.192 of the Florida Statutes.

BY: *Marshall R. Pasternack*  
Marshall R. Pasternack, Registered Agent

Dated: January 10<sup>th</sup>, 1995.

8. 32 Loockerman Square, Suite L-100, Dover, Delaware 19904  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)
- | 9. <u>NAME OF GENERAL PARTNERS:</u>        | <u>SPECIFIC ADDRESS:</u>                                |
|--|---|
| HEG Investors, Inc.<br><i>894000090761</i> | 19495 Biscayne Blvd.<br>Suite 906<br>Aventura, FL 33180 |

LRK CORP.

19667 Turnberry Way, Apt. 16GR  
Aventura, FL 33180

10. 19495 Biscayne Blvd., Suite 906, Aventura, FL 33180

(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. 19495 Biscayne Blvd., Suite 906, Aventura, FL 33180

Mailing Address of the Limited Partnership

This 10<sup>th</sup> day of January, 1995.

**GENERAL PARTNERS:**

HEG INVESTORS, INC., a  
corporation

BY: Harry Gampel

Harry Gampel, President

LRK CORP., a New York corporation

BY: \_\_\_\_\_

Linda Kornblum, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**BEFORE ME**, the undersigned authority, personally appeared HARRY GAMPEL, President of HEG INVESTORS, INC., a Florida corporation, and LINDA KORNBLUM, President of LRK CORP., the General Partners of TURNBERRY ISLAND LIMITED PARTNERSHIP, a Delaware Limited Partnership, hereinafter referred to as the "Partnership", who certify as follows:

1. The amount of capital contributions of the limited partners is \$ -0-.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purpose of transacting business in Florida is \$ 100.00.

This 10<sup>th</sup> day of January, 1995.

**FURTHER AFFIANT SAYETH NOT.**

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

**GENERAL PARTNERS:**

**HEG INVESTORS, INC.**, a Florida corporation

BY:

**HARRY GAMPEL, President**

LAK CORP, a New York corporation

**BY:**

**LINDA KORNBLUM, President**

STATE OF FLORIDA

COUNTY OF DADE

SS:

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of January, 1995 by HARRY GAMPEL as President of HEG INVESTORS, INC., a Florida corporation, the general partner of the Partnership, on behalf of the Partnership. He personally appeared before me, is personally known to me or produced \_\_\_\_\_ as identification.

**Notary:**

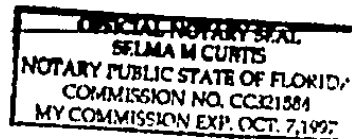
as Identification  
Selma M. Curtis

[NOTARIAL SEAL]

**Print Name:**

Notary Public, State of FLORIDA

**My commission expires:**



STATE OF NEW YORK )

) SS:

COUNTY OF \_\_\_\_\_ )

The foregoing instrument was acknowledged before me this \_\_\_\_ day of January, 1995 by LINDA KORNBLUM as President of LRK CORP., a New York corporation, the general partner of the Partnership, on behalf of the Partnership. She personally appeared before me, is personally known to me or produced \_\_\_\_\_ as identification.

Notary: \_\_\_\_\_

[NOTARIAL SEAL]

Print Name: \_\_\_\_\_

Notary Public, State of NEW YORK

My commission expires: \_\_\_\_\_

FILED  
STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 JAN 11 PM 1:51

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-1111 FAX

800-342-8086



396000000080

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 MAR -5 PM 12:44  
DIVISION OF CORPORATIONS  
96 MAR -5 PM 12:44  
FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS

ACCOUNT NO. : 072100000032  
REFERENCE : 867860 4303929  
AUTHORIZATION : Patricia P.  
COST LIMIT : 191.25

ORDER DATE : March 4, 1996

ORDER TIME : 12:11 PM

ORDER NO. : 867860

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst.  
Greenberg Traub & Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

000001733060

DOMESTIC FILING

NAME: TURNBERRY ISLAND LIMITED  
PARTNERSHIP

XX REINSTATEMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY

ORDER FEE: \$10.00

ORDER FEE: \$10.00

3/5/96  
B/K

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID  
REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNER REGISTRATION

FLORIDA DEPARTMENT OF REVENUE

1995  
B9600000080

SECRET  
DIVISION OF REVENUE  
MAR -5 PM12:46

1. Name of Limited Partnership

1a. DOCUMENT #

TURNBERRY ISLAND LIMITED PARTNERSHIP

M/K

Mailing Address

19495 DISCAYNE BLVD., SUITE 906  
AVENTURA FL 33180

Physical Office Address

32 LOCKERMAN SQUARE, SUITE L-100  
DOVER DE 19904

3/5/96

2. Date Mailing Address of Applicant

2a. New Physical Office Address of Applicant

3. Date of Filing

4. State of Incorporation

5a. Amount of Franchise Fee

5b. Amount of Registration Fee

6. If Applicable

7. FEE STATE OF STATES REQUIRED

8. FEES: 1. Filing Fee. Computed at a rate of \$7 per \$1,000 on amount entered in 5a or 5b. With a minimum filing fee of \$52.50 and a maximum of \$437.50.

2. Supplemental Fee. \$1.00 per \$1,000 in excess of \$100,000. With a minimum supplemental fee of \$100.00 and a maximum of \$437.50.

THE AMOUNT DUE SHALL BE PAID TO THE FLORIDA DEPARTMENT OF REVENUE, 1111 N. W. 11th Avenue, 11th Floor, Miami, Florida 33136.

9. Name and Address of Current Registered Agent

10. If Applicable, New Registered Agent's Name

11. Name of General Partner

11a. Address of General Partner

11b. City, State & Zip Code

11c. Registration Number

12. Signature of General Partner

13. Signature of Registered Agent

14. Signature of Applicant

15. Signature of Secretary

16. Signature of Treasurer

17. Signature of Controller

18. Signature of Cashier

19. Signature of Auditor

20. Signature of Taxpayer

21. Signature of Officer

22. Signature of Director

23. Signature of Shareholder

24. Signature of Debtor

25. Signature of Creditor

26. Signature of Assignee

27. Signature of Assignor

28. Signature of Beneficiary

29. Signature of Donor

30. Signature of Donee

31. Signature of Grantor

32. Signature of Grantee

33. Signature of Lessor

34. Signature of Lessee

35. Signature of Mortgagee

36. Signature of Mortgagor

37. Signature of Vendor

38. Signature of Purchaser

39. Signature of Seller

40. Signature of Buyer

41. Signature of Lender

42. Signature of Borrower

43. Signature of Guarantor

44. Signature of Co-Guarantor

45. Signature of Co-Borrower

46. Signature of Co-Signer

47. Signature of Co-Debtor

48. Signature of Co-Creditor

49. Signature of Co-Assignee

50. Signature of Co-Assignor

51. Signature of Co-Beneficiary

52. Signature of Co-Donor

53. Signature of Co-Donee

54. Signature of Co-Grantor

55. Signature of Co-Grantee

56. Signature of Co-Lessor

57. Signature of Co-Lessee

58. Signature of Co-Mortgagee

59. Signature of Co-Mortgagor

60. Signature of Co-Vendor

61. Signature of Co-Purchaser

62. Signature of Co-Seller

63. Signature of Co-Buyer

64. Signature of Co-Lender

65. Signature of Co-Borrower

66. Signature of Co-Guarantor

67. Signature of Co-Co-Guarantor

68. Signature of Co-Co-Borrower

69. Signature of Co-Co-Signer

70. Signature of Co-Co-Debtor

71. Signature of Co-Co-Creditor

72. Signature of Co-Co-Assignee

73. Signature of Co-Co-Assignor

74. Signature of Co-Co-Beneficiary

75. Signature of Co-Co-Donor

76. Signature of Co-Co-Donee

77. Signature of Co-Co-Grantor

78. Signature of Co-Co-Grantee

79. Signature of Co-Co-Lessor

80. Signature of Co-Co-Lessee

81. Signature of Co-Co-Mortgagee

82. Signature of Co-Co-Mortgagor

83. Signature of Co-Co-Vendor

84. Signature of Co-Co-Purchaser

85. Signature of Co-Co-Seller

86. Signature of Co-Co-Buyer

87. Signature of Co-Co-Lender

88. Signature of Co-Co-Borrower

89. Signature of Co-Co-Guarantor

90. Signature of Co-Co-Co-Guarantor

91. Signature of Co-Co-Co-Borrower

92. Signature of Co-Co-Co-Signer

93. Signature of Co-Co-Co-Debtor

94. Signature of Co-Co-Co-Creditor

95. Signature of Co-Co-Co-Assignee

96. Signature of Co-Co-Co-Assignor

97. Signature of Co-Co-Co-Beneficiary

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99. Signature of Co-Co-Co-Donee

100. Signature of Co-Co-Co-Grantor

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247. Signature of Co-Co-Co-Co-Co-Co-Co-Co-Co-Buyer

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-222-0191 FAX

800-342-8086



network  
PRINCE HALL  
LEGAL & FINANCIAL SERVICES

B96000000080

ACCOUNT NO. : 072100000032

REFERENCE : 867860 4303929

AUTHORIZATION :

COST TYPE : 452.50

*Patricia Pizito*

ORDER DATE : March 4, 1996

600001731516

ORDER TIME : 12:10 PM

ORDER NO. : 867860

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst.  
Greenberg Traurig Hoffman  
22nd Floor  
1221 Brickell Avenue  
Miami, FL 33131-3230

DOMESTIC AMENDMENT FILING

NAME: TURNBERRY ISLAND LIMITED  
PARTNERSHIP

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
       NOTARIZED COPY  
       FILING FEE

ORDER FILING FEE: \$10.00

FILING FEE: \$10.00

FILED  
RECEIVED  
154  
95 MAR -4 PM 1:30  
DIVISION OF CORPORATION  
96 MAR -5 PM 12:44  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

*B/C*  
*5*  
*3/4/96*



**CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF  
TURNBERRY ISLAND LIMITED PARTNERSHIP**

---

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

1. Effective as of February 15, 1996, LRGK Corp. is hereby removed as a general partner of the partnership and replaced with LRGK Corp.

2. Paragraph 9 of the registration application is amended to read as follows:

"9. The name and address of the new general partner is:

LRGK Corp. F960W000940  
19667 Turnberry Way, Apt. 16GR  
Aventura, FL 33180"

3. HEG INVESTORS, INC. shall remain as a General Partner.

LRGK CORP., a New York corporation,  
general partner



By: Michael Kornblum  
Title: Secretary

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
56 MAR -5 PM 12:44