

Document Number Only

B960W000162

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 13 PM 3:22

Ell-Cap 107 - Sherwood Forest, an Oregon
Limited Partnership

600001825676
05/10/96 01149--004
***1785.00 ***1785.00

- | | | |
|---|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Foreign | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of R.A. |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Fictitious name Filing |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> CUS | |
| <input type="checkbox"/> Certified Copy | | |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

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|----------------|
| Name |
| Availability |
| Document |
| Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

5/13/96

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|--------------|-------|
| G. TAX | _____ |
| FILING | 1752 |
| R. AGENT FEE | 35 |
| C. COPY | _____ |
| TOTAL | 1785 |
| N. BANK | _____ |
| BALANCE DUE | _____ |
| OFFICE | _____ |

PLEASE RETURN EXTRA COPIES
FILE STAMPS

RECEIVED
96 MAY 13 PM 2:52
DIVISION OF CORPORATIONS

CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

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

1. Ell-Cap 107 - Sherwood Forest, an Oregon limited partnership
(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. Oregon
(State of Formation)

4. May 2, 1996
(Date of Formation)

5. CT CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

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

CT CORPORATION SYSTEM
(Officer must sign on this line)
Jack C. Caskey, Asst. V.P.
(Type Name and Title of Officer)

8. 5550 S.W. Macadam Avenue, #200, Portland, Oregon 97201
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

Ellenburg Capital Corporation

5550 S.W. Macadam Avenue, #200
Portland, Oregon 97201

Gerald D. Ellenburg

5550 S.W. Macadam Avenue, #200
Portland, Oregon 97201

10. 5550 S.W. Macadam Avenue, #200, Portland, Oregon 97201

(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. 5550 S.W. Macadam Avenue, #200, Portland, Oregon 97201

(Mailing Address of Limited Partnership)

This 9th day of May, 19 96
Gerald D. Ellenburg
General Partner

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 MAY 13 PM 3:22

STATE OF
COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 9th day
of May, 19 96, by Gerald D. Ellenburg (Name of General Partner) of

Ell-Cap 107 - Sherwood Forest
(Name of Limited Partnership), An Oregon (State or Country) Limited
Partnership, on behalf of the Limited Partnership.

Anthony H. Woller

Notary Public

State of Oregon at Large

(SEAL)

My Commission Expires:

10/22/96



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Gerald D. Ellenburg, a
general partner of Ell-Cap 107 - Sherwood Forest, a (an)
Oregon, limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 4,360,000

2. The anticipated amount of the capital contributions of the limited partners that are allo-
cated for the purposes of transacting business in Florida is \$ 4,360,000.

This 9th day of May, 1996

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

STATE OF Oregon
COUNTY OF Multnomah
DATE May 9, 1996

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
Gerald D. Ellenburg (General Partner, known to me and know by me to
be the person who executed the foregoing Affidavit of Capital Contributions, and he ack-
nowledged 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 9th day of May,
19 96.

Anthony H. Woller
Notary Public

Seal

State of Oregon at Large

My Commission Expires:

10/22/96





CT System

B960000000162

CT Corporation System
1633 Broadway
New York, NY 10019
212 246 5070

RE:

ELL-CAP 107 - SHERWOOD FOREST, AN OREGON LIMITED PARTNESHIP (OR. DOM.)

Secretary of State
Corporate Records Bureau
Division of Corporation
409 East Gaines Street
Tallahassee FL 32399

30000222043--5
-06/24/97--01112--002
*****87.50 *****87.50

Dear Sir:

We enclose resignation executed in duplicate, by the agent for service of process for each of the above corporations. Also enclosed are 1 checks in the amount of \$87.50 each to cover the required filing fee.

Please acknowledge receipt by signing and returning the enclosed carbon copy of this letter. For your convenience, we enclose a stamped self addressed envelope.

Very truly yours,

C T CORPORATION SYSTEM

Theresa Alfieri
Theresa Alfieri
Senior Supervisor &
Assistant Secretary
TA: cf
enclosure

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUN 27 PM 3:12

APPROVED
AND
FILED

1396000000162
10/20/97
2 pgs
6-27-97



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

**RESIGNATION OF REGISTERED AGENT
FOR A LIMITED PARTNERSHIP**

Pursuant to the provisions of section 620.1051(2), Florida Statutes, the undersigned,

C T CORPORATION SYSTEM

(Name of Registered Agent)

, hereby resigns as Registered Agent for

ELL-CAP 107 - SHERWOOD FOREST, AN OREGON LIMITED PARTNERSHIP

(OR. DOM.)

(Name of Limited Partnership)

A copy of this resignation was mailed to the above listed partnership at its last known address. c/o Denise Williams Ellenburg Capital Corporation

33 North Garden Ave., Ste. 950 Clearwater FL 34615

The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.


(Signature)

ASSISTANT SECRETARY

97 JUN 27 PM 12
RECEIVED
DIVISION OF CORPORATIONS
FLORIDA

APPROVED
AND
FILED

FILING FEE: \$ 87.50