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CP CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLAHASSEE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

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Coolidge Valencia Assets LP

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☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☐ Dissolution/Withdrawal

☐ Mark

☐ Foreign

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of P.A.

☐ Fictitious name

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CR2E031 (1-89)

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

1. Coolidge-Valencia Assets Limited Partnership
(Name of limited partnership as it is in the home state)

2. Delaware
(State of Formation)

3. May 8, 1996
(Date of Formation)

4. CT Corporation System
(Name of Registered Agent for Service of Process)

5. c/o CT Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

6. Acceptance by the Registered Agent for Service of Process

Connie Bryan
(Officer must sign on this line)
CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY
(Type name and Title of Officer)

7. c/o CT Corporation System, 1209 Orange Street, Wilmington, Delaware, 19801
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

8. NAME OF GENERAL PARTNER	SPECIFIC ADDRESS
Coolidge-Valencia Realty Corp.	455 Central Park Avenue Suite 308 Scarsdale, New York 10583

F96000002464

9. 455 Central Park Avenue, Suite 308, Scarsdale, New York 10583
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

10. 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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

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CLERK OF THE COURT

11.455 Central Park Avenue, Suite 308, Scarsdale, New York 10583

(Mailing Address of Limited Partnership)

12. The undersigned, Albert J. Cardinali, Vice President of Coolidge-Valencia Realty Corp., the general partner of Coolidge-Valencia Assets Limited Partnership, has made and signed this application this 14th day of May, 1996, and affirms that the statements contained herein are true under penalties of perjury.

COOLIDGE-VALENCIA ASSETS LIMITED PARTNERSHIP

By: Coolidge-Valencia Realty Corp.

By: Albert J. Cardinali

Albert J. Cardinali, Vice President

STATE OF NEW YORK
COUNTY OF NEW YORK

THE FOREGOING instrument was acknowledged and sworn to before me this 14th day of May, 1996, by Albert J. Cardinali, Vice President of Coolidge-Valencia Realty Corp., the General Partner of Coolidge-Valencia Assets Limited Partnership, a Delaware limited partnership, on behalf of the said limited partnership.

Kay A. Towns
Notary Public

State of New York at Large

My commission expires:

KAY A. TOWNS
Notary Public, State of New York
No. 31-4885619
Qualified in New York County
Commission Expires July 14, 1996

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Albert J. Cardinali, Vice President of Coolidge-Valencia Realty Corp., the general partner of Coolidge-Valencia Assets Limited Partnership, a Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partner(s) is \$0.00.
2. The anticipated amount of the capital contributions of the limited partner(s) that are allocated for the purposes of transacting business in Florida is \$0.00.

This 14th day of May, 1996.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that the undersigned has read the foregoing and that the facts are true, to the best of my knowledge and belief.

COOLIDGE-VALENCIA ASSETS LIMITED PARTNERSHIP

By: Coolidge-Valencia Realty Corp., General Partner

By: _____

Albert J. Cardinali, Vice President

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State of New York
County of: New York
Date: May 14, 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 Albert J. Cardinali, Vice President of Coolidge-Valencia Realty Corp. (General Partner) known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledges 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 14th day of May, 1996.



Notary Public

Seal

State of New York at large
My Commission Expires:
KAY A. TOWNS
Notary Public, State of New York
No. 31-4865619

Qualified in New York County
Commission Expires July 14, 1996

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HOULIHAN - PARNES REALTORS, LLC

MORTGAGES AND REALTY

SCARSDALE PLAZA
455 CENTRAL PARK AVENUE
SCARSDALE, NEW YORK 10583
ORIGINAL FIRM ESTABLISHED 1891



FAX # 914-472-0073
914-472-0070

JAMES J. HOULIHAN
JAMES J. HOULIHAN
HOWARD J. PARNES
PARTNER EMERITUS
DANIEL J. HOULIHAN

BA6000000173

July 3, 1997

Ms. Diane Cushing
Division of Corporations
Attn: Partnership Section
409 East Gaines Street
Tallahassee, FL 32399

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-07/08/97--01019--018
***2791.25 ***1750.00

Re: *Coolidge-Valencia Assets Limited Partnership*

Dear Ms. Cushing:

I am enclosing herewith an Application for Reinstatement for the above referenced limited partnership. I am also enclosing a check in the amount of \$2,791.25 to cover the filing fees (\$541.25 annual fee, \$500.00 penalty fee, \$1,750 fee on additional capital contributions)

This entity is involved in a closing which is scheduled to take place on or about July 10, 1997. Any effort you could make to file this as soon as possible would be appreciated.

If there is any problem with this application, would you please call me and let me know so I can remedy the problem as soon as possible.

I thank you for your assistance with this matter.

Very truly yours,

Stephanie A. Caddell
Stephanie A. Caddell

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*increasing to
\$124,300.00*

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W. P. Verifier	

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TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned Vice President of Coolidge-Valencia Realty Corp., a Delaware corporation, the general partner of Coolidge-Valencia Assets Limited Partnership, a Delaware limited partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of capital contributions of the limited partners that is allocated for the purpose of transacting business in Florida is \$124,306.

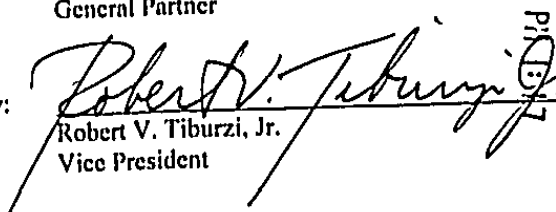
This 3rd day of July, 1997.

FURTHER AFFIANT SAYETH NOT.

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

By: COOLIDGE-VALENCIA ASSETS LIMITED
PARTNERSHIP
Coolidge-Valencia Realty Corp.,
General Partner

By:


Robert V. Tiburzi, Jr.
Vice President

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DIVISION OF CORPORATIONS
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