

Document Number Only

B960000000240

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

CORPORATION(S) NAME

SECRET  
FIVE  
66 JUN 26 PM 2:58  
DIVISIONS

438841888284  
-07/09/96--01134--002  
\*\*\*148.75 \*\*\*148.75

AGCR Limited Partnership

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|--|---|---|
| <input checked="" 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 type="checkbox"/> Limited Partnership           | <input type="checkbox"/> Photo Copies           | <input type="checkbox"/> Fictitious Name    |
| <input type="checkbox"/> Reinstatement                 | <input checked="" type="checkbox"/> CUS         |   |
| <input type="checkbox"/> Limited Liability Partnership |   |   |
| <input checked="" type="checkbox"/> Certified Copy     | <input type="checkbox"/> Call When Ready        | <input type="checkbox"/> Call If Problem    |
|  | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input type="checkbox"/> Call When Ready               | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input checked="" type="checkbox"/> Walk In            |   |   |
| <input type="checkbox"/> Mail Out                      |   |   |

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6/26/96  
15K 6/26/96  
TAX 6.75  
FILING 52.50  
R. AGENT FEE 36.00  
C. COPY 52.50  
TOTAL 148.75  
N. B/MK  
BALANCE DUE  
RECEIVED

CR2E031 (1-89)

Florida Department of State, Jim Smith, Secretary of State

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

RECEIVED  
DIVISION OF CORPORATIONS  
86 JUN 26 PM 2:58

1. AGCR Limited Partnership  
(Name of limited partnership as it is in the home state;

2. AGCR 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. 6/13/96  
(State of Formation) (Date of Formation)

5. Joel Goldman, Esq.  
(Name of Registered Agent for Service of Process)

6. 2601 South Bayshore Drive  
(Street Address of Registered Office)

Miami, Florida 33133-5461  
(City) (Zip Code)

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

Joel Goldman  
(Agent must sign on this line)

8. 2601 South Bayshore Drive, Miami, Florida 33133-5461 (Principal office)  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

p960004243}

SPECIFIC ADDRESS

Atlantic Gulf Receivables Corporation

2601 South Bayshore Drive  
Miami, Florida 33133-5461

10. 2601 South Bayshore Drive, Miami, Florida 33133-5461  
(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. 2601 South Bayshore Drive, Miami, Florida 33133-5461  
(Mailing Address of Limited Partnership)

This 24th day of June, 19 96

Atlantic Gulf Receivables Corporation

By: John H. Fischer  
General Partner / John H. Fischer, Vice President

STATE OF GEORGIA

COUNTY OF FULTON

THE FOREGOING instrument was acknowledged and sworn to before me this \_\_\_\_\_ day  
of June, 19 96, by John H. Fischer, Vice President (Name of General Partner) of  
Corporation

AGCR Limited Partnership

(Name of Limited Partnership), A Delaware (State or Country) Limited  
Partnership, on behalf of the Limited Partnership.

Annette Trippe

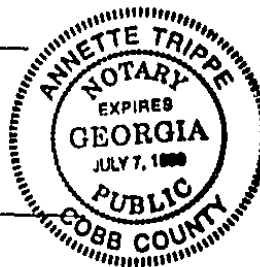
Notary Public

State of Georgia at Large

My Commission Expires:

7/7/99

(SEAL)



65 JUL 26 PM 2:58  
FULTON COUNTY  
RECORDS

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared John H. Fischer, Vice President of Atlantic Gulf Receivables Corporation, a general partner of AGRC Limited Partnership, a (an) Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1.00.

This 24th day of June, 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.

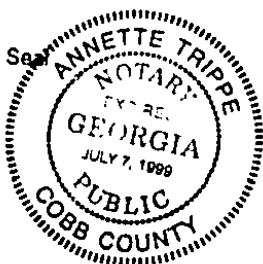
General Partner  
Atlantic Gulf Receivables Corporation  
By: John H. Fischer  
John H. Fischer, Vice President

96 JUN 26 PM 2:58  
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CLERK OF SUPERIOR COURT  
JULY 1 1996

STATE OF Georgia  
COUNTY OF Fulton  
DATE 6-24-96

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 John H. Fischer, Vice President of Atlantic Gulf Receivables Corporation (General Partner, known to me and know 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 as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of June, 1996.



Annette Tripp  
Notary Public

State of Georgia at Large  
My Commission Expires: 7/7/99