

Document Number only

B96000000265

CI CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

95 JUN 11 PM 2:54
SEARCHED
SERIALIZED
INDEXED

Power Plan Partners, Limited Partnership

700001895517
-07/16/96--01176--005
***1785.00 ***1785.00
700001895517
-07/16/96--01176--005
*****17.50 *****17.50

- Profit
- NonProfit
- Limited Liability Co.
- Foreign
- Limited Partnership
- Reinstatement
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Annual Report
- Reservation
- Photo Copies
- Call if Problem
- Will Wait
- Merger
- Mark
- Other
- Change of R.A.C.
- Fictitious Name Filing
- CUS
- After 4:30
- Pick Up

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

7-11-96
FILE 7th

U. TAX
FILING
R. AGENT FEE
C. COPY
TOTAL
N. BANK
BALANCE DUE
RETURN

U. TAX
FILING 1750.00
R. AGENT FEE 55.00
C. COPY 17.50
TOTAL 1802.50
N. BANK
BALANCE DUE

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. Conway Plaza Partners, L.P.
(Name of limited partnership as it is in the home state;

2. Conway Plaza Partners, 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.")

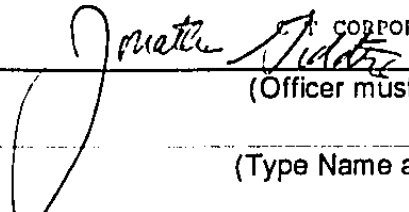
3. Delaware 4. July 9, 1996
(State of Formation) (Date of Formation)

5. C T 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.

 CORPORATION SYSTEM
(Officer must sign on this line)

Jonathan R. Giddings
Assistant Secretary

(Type Name and Title of Officer)

8. 455 Central Park Avenue, Scarsdale, New York 10583
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS SPECIFIC ADDRESS

Conway Plaza Realty Corp.

455 Central Park Avenue

Scarsdale, New York 10583

#96000003526

10. 455 Central Park Avenue, Scarsdale, New York 10583
(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. 455 Central Park Avenue, Scarsdale, New York 10583
(Mailing Address of Limited Partnership)

96 JUN 11 PM 2:54
STATE OF FLORIDA
DEPARTMENT OF STATE

This 10th day of July, 1996.

CONWAY PLAZA PARTNERS, L.P.
By CONWAY PLAZA REALTY CORP., General Partner

95 JUL 11 PM 2:54
SECRETARY OF STATE
DIVISION OF CORPORATIONS

By: *Albert J. Cardinali*
Albert J. Cardinali, Vice President

State of: New York
County of: New York
Date: July 10, 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 Conway Plaza 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 10th day of July, 1996.

Kay A. Towns
(Notary Public)

Seal

State of New York at large
My Commission Expires:
KAY A. TOWNS
Notary Public, State of New York
No. 31-4866619
Qualified in New York County
Commission Expires July 14, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Albert J. Cardinali, Vice President of Conway Plaza Realty Corp., the general partner of Conway Plaza Partners, L.P., 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 \$700,000.00.
- 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 \$700,000.00.

This 10th day of July, 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.

CONWAY PLAZA PARTNERS, L.P.
By CONWAY PLAZA REALTY CORP., General Partner

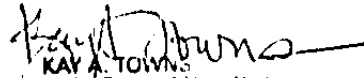
By: *Albert J. Cardinali*
Albert J. Cardinali, Vice President

FILED
SECRETARY OF STATE
CORPORATIONS
9 11 AM '96

State of: New York
County of: New York
Date: July 10, 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 Conway Plaza Realty Corp. (General Partner), known to me and know 'oy 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 10th day of July, 1996.



KAY A. TOWNS
Notary Public, State of New York
No. 31-4865819
Qualified in New York County
Commission Expires July 14, 1998

Seal

State of New York at large
My Commission Expires:

KAY A. TOWNS
Notary Public, State of New York
No. 31-4865819
Qualified in New York County
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96 JUL 11 PM 2:54
SECRETARY OF STATE
DIVISION OF CORPORATIONS