

Document Number Only  
**B9600000271**

CI CORPORATION SYSTEM  
660 EAST JEFFERSON STREET  
Requestor's Name  
TALAHASSEE, FL 32301  
Address  
222-1092  
City State Zip Phone  
CORPORATION(S) NAME

*Penn Florida Realty LP*

95 JUL 10 PM 3:40  
95 JUL 11 PM 3:40  
SECRET

000001895730  
-07/17/96--01002--025  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

<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 Co.	<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"/> Certified Copy	<input type="checkbox"/> CUS
<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 type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

Name Availability	
Document Examiner	U. 42
Updater	CLING
Verifier	R. J. (M) FEE 35.00
Acknowledgment	5 COPY
W.P. Verifier	TOTAL 87.50
	N. BRAD
	BALANCE DUE
	REFUND

7/10/96 MK  
7/10/96  
W96000014421  
file 2nd

Florida Department of State, Jim Smith, Secretary of State

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

1. Penn Florida Realty, L.P.  
(Name of limited partnership as it is in the home state;)

2. PNFLA REALTY, 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.")

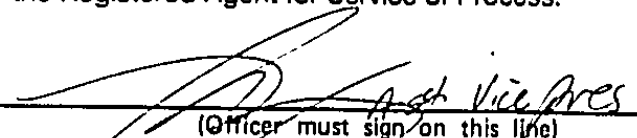
3. Delaware 4. June 28, 1996  
(State of Formation) (Date of Formation)

5. Randy M. Stoltz  
(Name of Registered Agent for Service of Process)

6. 7000 West Palmetto Park Road, Suite 212  
(Street Address of Registered Office)

Boca Raton, Florida 33433  
(City) (Zip Code)

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

  
(Officer must sign on this line)  
Randy M. STOLTZ, Asst. Vice president  
(Type Name and Title of Officer)

8. 1600 Pennsylvania Avenue, Wilmington, Delaware 19806  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS	SPECIFIC ADDRESS
<u>Penn Florida, Inc.</u> <u>84600007548</u>	<u>See paragraph 8 above</u>

10. 1600 Pennsylvania Ave., Wilm. Delaware 19806  
(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. See paragraph 8 above  
(Mailing Address of Limited Partnership)

This 7<sup>th</sup> day of July, 19 96

By: Penn Florida, Inc.  
General Partner Asst. Rick J. B. [Signature]

96 JUL 19 PM 3:40

STATE OF  
COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 3<sup>rd</sup> day of July, 19 96, by Penn Florida, Inc. by [Signature] (Name of General Partner) of Kanby m. 5 to 172 1/2's Asst. Vice President

Penn Florida Realty, L.P.  
(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

[Signature]

Notary Public  
State of DE at Large

(SEAL) My Commission Expires:  
12-16-99

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, personally appeared Randy M. Stoltz, Asst. Vice Pres of the general partner of Penn Florida Realty, L.P., 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 \$ 1,000.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

This 8th day of July, 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.

By: [Signature]  
General Partner  
Penn Florida, Inc.  
Randy M. Stoltz, Asst. Vice Pres

STATE OF DE  
COUNTY OF New Castle  
DATE 7-8-96

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 Randy M. Stoltz as Asst. Vice President of (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 8th day of July, 1996.

[Signature]  
Notary Public

Seal  
State of DE at Large  
My Commission Expires: 12-16-99

ORIGINAL FILED IN 13-11-96