

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2007

800-142-8086

B96000000278



DISTRIBUTION  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 024097 4724048

AUTHORIZATION :

COST LIMIT : \$ 1846.25

*Patricia P. J. B.*

ORDER DATE : July 18, 1996

ORDER TIME : 11:16 AM

ORDER NO. : 024097

CUSTOMER NO: 4724048

200001898502

CUSTOMER: Ms. Patricia A. Moeller  
Greenberg Traurig Hoffman  
153 E. 53rd St.  
35th Floor  
New York, NY 10022

FOREIGN FILINGS

NAME: COLONY STL LIMITED PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

*BK*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 18 PM 12:48

*1712*  
*64h*

*to need today's file date will send original documents tomorrow.*

*Thank you*  
*Karen Roper*

*7/18/96*

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

1. COLONY STL LIMITED PARTNERSHIP Name  
of Limited Partnership as it is in the State of filing.)

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. DELAWARE  
(State of Formation)

4. July 11, 1996  
(Date of Formation)

5. CORPORATION SERVICE COMPANY  
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street  
(Street Address or Registered Office)

Tallahassee Florida 32301  
(City) (Zip Code)

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

Having been named to accept service of process for the foreign limited partnership named in this "Application by Foreign Limited Partnership for Authorization to Transact Business in Florida" at the place designated therein, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of §620.192 of the Florida Statutes.

CORPORATION SERVICE COMPANY, Registered Agent  
Karen B. Rozar

BY: Karen B. Rozar  
Its: agent for Corporation Service Company

Dated: July 18th, 1996.

8. 1013 Centre Road, Wilmington, DE 19805-1297  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

**9. NAME OF GENERAL PARTNER:**

COLONY CS II GENPAR, INC.

**SPECIFIC ADDRESS:**

1999 Avenue of the Stars  
Suite 1200  
Los Angeles, CA 90067

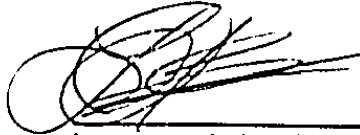
F96000003660

10. 1999 Avenue of the Stars, Suite 1200, Los Angeles, CA 90067  
(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. 1999 Avenue of the Stars, Suite 1200, Los Angeles, CA 90067  
Mailing Address of the Limited Partnership

This 17<sup>th</sup> day of July, 1996.

**GENERAL PARTNER:**

**COLONY CS II GENPAR, INC.,**  
Delaware corporation,  
general partner



\_\_\_\_\_  
Lawrence A. Kestin, Vice President

RECEIVED  
95 JUL 18 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared LAWRENCE A. KESTIN, Vice President of COLONY CS II GENPAR, INC., a Delaware corporation, being the sole general partner of COLONY STL 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 partners is \$ - 0 -.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purpose of transacting business in Florida is \$ 46,465,000.

This 17<sup>th</sup> day of July, 1996.

#### FURTHER AFFIANT SAYETH NOT.

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

#### GENERAL PARTNER:

COLONY CS II GENPAR, INC.,  
a Delaware corporation,  
general partner



Lawrence A. Kestin, Vice President

96 JUL 19 PM 12:48  
SECTION 19  
CLERK

STATE OF NEW YORK )

COUNTY OF NEW YORK )

SS:

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of July, 1996 by LAWRENCE A. KESTIN as Vice President of COLONY CS II GENPAR, INC., a Delaware corporation, the sole general partner of COLONY STL LIMITED PARTNERSHIP, for and on behalf of the Partnership. He personally appeared before me and is personally known to me.

[NOTARIAL SEAL]

PATRICIA A. MOELLER  
Notary Public, State of New York  
No. 01MO49683583  
Qualified in Nassau County  
My Commission Expires March 12, 1998

Notary: Patricia A. Moeller

Print Name: Patricia A. Moeller

Notary Public, State of FLORIDA New York

My commission expires: March 12, 1998

800-342-8086

B96000000278



**PROSPECTUS**  
**REGISTRATION STATEMENTS**

ACCOUNT NO. : 07210000062101

REFERENCE : 034459 4724048

### AUTHORIZATION

COST LIMIT : \$ 52.50

ORDER DATE : July 26, 1996

ORDER TIME : 9:04 AM

ORDER NO. : 034459

CUSTOMER NO: 4724048

CUSTOMER: Gordon Nicol, Legal Asst  
Greenberg Traurig Hoffman  
153 E. 53rd St.  
35th Floor  
New York, NY 10022

[illegible]

## FOREIGN FILINGS

NAME: COLONY STL LIMITED  
PARTNERSHIP

XX PROFIT  
NON-PROFIT

XX CORPORATE  
LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

SECRETARY OF DEFENSE  
OFFICE OF THE SECRETARY  
56 JUL 29 PM 12:48

RK 7/29/46

CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF  
COLONY STL LIMITED PARTNERSHIP

65 JUL 26 PM 12:48

Pursuant to the provisions of Section 620.173, Florida Statutes, Colony STL Limited Partnership, a limited partnership formed under the laws of Delaware, hereby submits this certificate of amendment to its registration application:

1. Paragraph 9 of the registration application is amended to read in its entirety as follows:

9. Effective as of July \_\_\_, 1996, the names and addresses of the general partners are as follows:

COLONY CS II GENPAR, INC.  
1999 Avenue of the Stars  
Suite 1200  
Los Angeles, CA 90067

696000003660

HOLLYWOOD, INC. (KENDALE)  
200 South Park Road  
#200  
Hollywood, FL 33021

F94000000860


IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by the general partners designated herein as of the \_\_\_ day of July, 1996.

GENERAL PARTNERS:

COLONY CS II GENPAR, INC., a  
Delaware corporation,  
general partner

HOLLYWOOD, INC. (KENDALE),  
a Delaware corporation,  
general partner

  
\_\_\_\_\_  
LAWRENCE A. KESTIN,  
Vice President

  
\_\_\_\_\_  
MICHAEL J. SWERDLOW,  
President

ANDREW E. PORTER  
Notary Public, State of New York  
No. 02PO5060459  
Qualified in New York County  
Commission Expires May 20, 1997

STATE OF New York

COUNTY OF New York

SS:

On this 25<sup>th</sup> day of July, 1996, LAWRENCE A. KESTIN personally appeared before me,

- ☒ who is/are personally known to me  
☐ whose identity I proved on the basis of

Notary: [Signature]  
[NOTARIAL SEAL] Print Name: \_\_\_\_\_  
Notary Public, State of \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_

ANDREW E. PORTER  
Notary Public, State of New York  
No. 02PO5060459  
Qualified in New York County  
Commission Expires May 20, 1998

STATE OF NEW YORK

COUNTY OF NEW YORK

SS:

On this \_\_\_\_ day of July, 1996, MICHAEL J. SWERDLOW personally appeared before me,

- ☐ who is/are personally known to me  
☐ whose identity I proved on the basis of

Notary: [Signature]  
[NOTARIAL SEAL] Print Name: \_\_\_\_\_  
Notary Public, State of \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_

JACQUELINE L. YONG  
Notary Public, State of New York  
No. 41-9771  
Qualified in Queens County  
Commission Expires February 28, 1997

JACQUELINE L. YONG  
Notary Public, State of New York  
No. 41-9771  
Qualified in Queens County  
Commission Expires February 28, 1997