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FILED.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EMINENT DOMAIN
CONSTRUCTION LITIGATION
MORTGAGE FORECLOSURES
COMMERCIAL LITIGATION
CORPORATE TRANSACTIONS

OUR FILE NO. 165-11

September 4, 1996

VIA EXPRESS MAIL

100001843641
-09/10/96--01127--001
****771.00 ****651.00

Kenny Manning
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Registration of FIL Partnership, a Michigan Co-Partnership in Florida

Dear Kenny:

As we discussed in late August, I am enclosing a Partnership Registration Statement for FIL Partnership, a Michigan general partnership transacting business in Florida. The general partners of FIL Partnership are KCP Industries, Inc., a Florida corporation, and Florida Investments Limited Partnership, a Michigan limited partnership, with TLMG, Inc., a Michigan corporation, as its general partner.

In accordance with our discussion on August 19, 1996, it is my understanding that to register the general partnership, we must also register the limited partnership that acts as a general partner, and the corporation which serves as a general partner of the limited partnership. Accordingly, I have enclosed an Application by Foreign Limited Partnership for Authorization to Transact Business in Florida, Affidavit of Capital Contributions for Foreign Limited Partnership, and Application by Foreign Corporation for Authorization to Transact Business in Florida.

| | |
|---------------------|-----|
| Name | KWM |
| Updater | KWM |
| Updater Verifier | KWM |
| W. P. Verifier | KWM |

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W960000018997

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Kenny Manning
Division of Corporations
September 4, 1996
Page 2

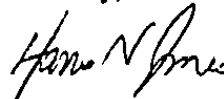
Also, as we discussed, I have enclosed funds to pay for the above registrations as follows:

| | |
|---|-----------------|
| Registration fee - TLMQ, Inc. | \$ 70.00 |
| Capital Contributions of Limited Partners Fee (\$.07 x \$88,000) | \$616.00 |
| Registered Agent Fee for Limited Partners | \$ 35.00 |
| General Partnership Registration Fee | <u>\$ 50.00</u> |
| TOTAL: | \$771.00 |

Please give me a call immediately if you should have any questions concerning the above. I am in the process of attempting to close a loan transaction involving FIL Partnership, and need to obtain documentation that FIL Partnership is in good standing with the State of Florida prior to closing.

Thank you again for all of your assistance with regard to this matter.

Sincerely,



Harris N. Dvores

HND\b
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 10, 1996

MAGUIRE & DVORES, P.A./ATTN: HARRIS DVORES
1250 EOLA PARK CENTRE
200 EAST ROBINSON STREET
ORLANDO, FL 32801

SUBJECT: FLORIDA INVESTMENTS LIMITED PARTNERSHIP
Ref. Number: W96000018977

We have received your document for FLORIDA INVESTMENTS LIMITED PARTNERSHIP and your check(s) totaling \$771.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The designation of the registered agent must be at a Florida street address.

Every corporation, limited partnership, general partnership, or trust listed as a general partner of a limited partnership or a managing member or manager of a limited liability company must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 496A00042094

Florida Department of State, Sandra B. Mortham, Secretary of State

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

1. Florida Investments Limited Partnership
(Name of limited partnership as it is in the home state)
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. Michigan 4. 6-28-93
(State of Formation) (Date of Formation)
5. Robert J. Gignac
(Name of Registered Agent for Service of Process)
6. 19500 Victor Parkway, Suite 275 106 Coveridge Lane
(Street Address of Registered Office)
Livonia Michigan 32779
(City) (State) (Zip Code)
FL 48152
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
Robert J. Gignac (Agent must sign on this line)
8. 19500 Victor Parkway, Suite 275, Livonia, Michigan 48152
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
- F96000004752
- TLMG, Inc. 19500 Victor Parkway, Suite 275
Livonia, Michigan 48152
10. 19500 Victor Parkway, Suite 275; Livonia, Michigan 48152
(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.

CONTINUED

12. 19500 Victor Parkway, Suite 275

Livonia, Michigan 48152

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of 15, August, 19 96.

TLMG, Inc. General Partner by Robert J. Gignac,
its President

STATE OF Michigan

COUNTY OF Oakland acting in Wayne

On this 15 day of August, 19 96,

personally appeared before me,

☐ who is personally known to me

☒ whose identity I proved on the basis of

MDL# 6252745441237

Eric M. Lantz
(Notary Public Signature)

Eric M. Lantz
(Notary's Printed Name)

ERIC M. LANTZ

Notary Public, Oakland County, MI

My Commission Expires: My Commission Expires May 01, 1998

Seal

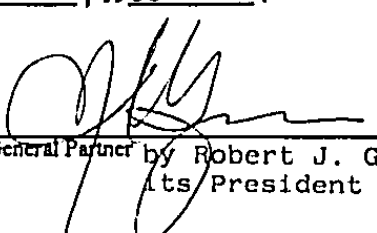
**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED
PARTNERSHIP**

BEFORE ME the undersigned personally appeared Robert J. Gignac, President of TLMG, Inc.,
Limited Partnership
a general partner of Florida Investments, a (an) Michigan limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 88,000.00 .
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 88,000.00 .

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 15th day of August, 1996 .



TLMG, Inc. General Partner by Robert J. Gignac,
its President

STATE OF Michigan

COUNTY OF Oakland acting in Wayne

On this 15 day of August, 19 96 , _____

personally appeared before me,

☐ who is personally known to me

☒ whose identity I proved on the basis of MDL#G252745
441237



(Notary Public Signature)

Eric M Lantz

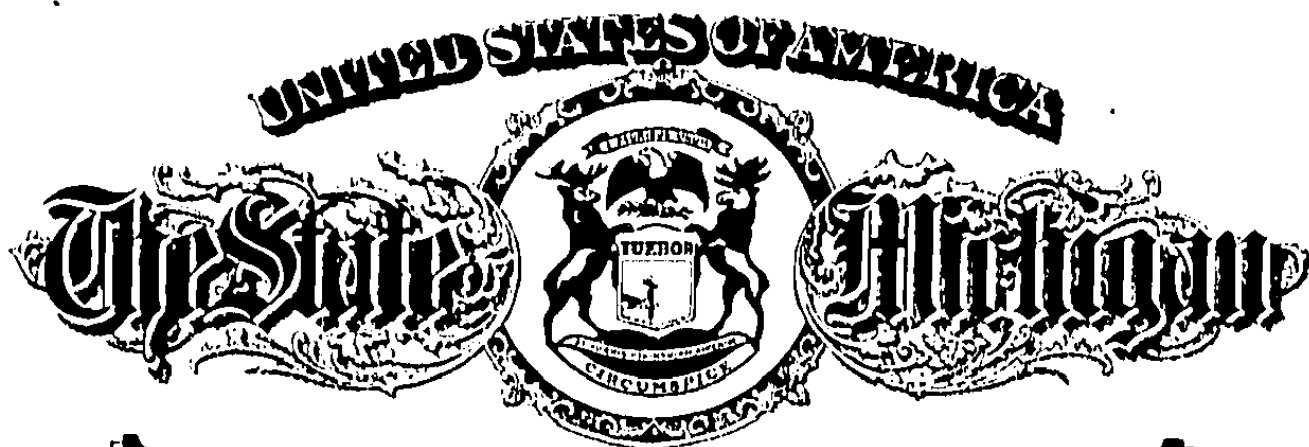
(Notary's Printed Name)

ERIC M. LANTZ

Notary Public, Oakland County, MI

My Commission Expires: My Commission Expires May 31, 1998

Seal



Lansing, Michigan

This is to Certify That

FLORIDA INVESTMENTS LIMITED PARTNERSHIP

a Michigan limited partnership, filed a Certificate of Limited Partnership in this office on July 23, 1993.

I FURTHER CERTIFY that the Certificate of Limited Partnership has not been cancelled and is in full force and effect as of this date.

This certificate is in due form, and made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.

In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20th day of August, 1996.

Carl L. Lysen, Director

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Corporation, Securities and Land Development Bureau