

B9 7000000527



ACCOUNT NO. : 072100000032

REFERENCE : 533689 4300087

AUTHORIZATION : 300002316043--2  
-10/09/97--01058--019  
\*\*\*1750.00 \*\*\*1750.00

COST LIMIT : \$ PPD

ORDER DATE : September 17, 1997

ORDER TIME : 9:55 AM

ORDER NO. : 533689-005

CUSTOMER NO: 4300087

CUSTOMER: Frann Katz, Legal Assistant  
Bachner Tally Polevoy & Misher  
380 Madison Avenue

New York, NY 100172590

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -7 PM12:37

FOREIGN FILINGS

NAME: TGM PABLO TRACE L.P.

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: Andrea C. Mabry

300002316043--2  
-10/09/97--01058--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00  
J. TAX \_\_\_\_\_  
FILING 1750  
R. AGENT FEE 35  
J. COPY \_\_\_\_\_  
TOTAL 1785  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_

10/7/97  
97 OCT -7 PM11:35  
DIVISION OF CORPORATIONS

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

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -7 PM 12:37

1. TGM Pablo Trace L.P.  
(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. Delaware 4. 10/12/94  
(State of Formation) (Date of Formation)
5. Corporation Service Company  
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street  
(Street Address of Registered Office)  
Tallahassee, Florida 32301  
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.  
Corporation Service Company  
By: Gail Shelby, as agent Gail Shelby, as agent  
(Agent must sign on this line)

8. 32 Loockerman Square, Suite L-100, Dover, DE 19901  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

TGM Associates L.P. 650 Fifth Avenue, New York, NY 10019

3960000219

10. c/o TGM Associates L.P., 650 Fifth Avenue, New York, New York 10019  
(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.

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12. c/o TGM Associates L.P., 650 Fifth Avenue, New York, New York 10019

(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 September, 9 19 97

TGM PABLO TRACE L.P.  
By: TGM Associates L.P.  
By: TJG Holdings, Inc.

By: [Signature]

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 9th day of September, 19 97, Thomas Gochberg

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Diana McFarland Hein  
(Notary Public Signature)

(Notary's Printed Name) DIANA MCFARLAND HEIN  
Notary Public, State of New York  
No. 31-4990007  
Qualified in New York County  
Commission Expires 12/23/99

My Commission Expires: \_\_\_\_\_

Seal

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

BEFORE ME the undersigned personally appeared Thomas Gochberg, President of TJG Holdings, Inc.  
the general partner of TGM Associates L.P.,  
a general partner of TGM Pablo Trace 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 \$ 2,548,145.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,548,145.

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 9th day of September, 19 97.

TGM PABLO TRACE L.P.

By: TGM Associates L.P.

By: TJG Holdings, Inc.

By: [Signature]

General Partner

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -7 PM 12:37

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 9th day of September, 19 97, Thomas Gochberg

personally appeared before me,



who is personally known to me



whose identity I proved on the basis of \_\_\_\_\_

Diana McFarland Hein  
(Notary Public Signature)

DIANA MCFARLAND HEIN  
Notary Public, State of New York  
(Notary's Printed Name) No. 31-4990007  
Qualified in New York County  
Commission Expires 12/23/99 99

Seal

My Commission Expires: \_\_\_\_\_