

B9700000578

Value Added Capital
Group, L.P.

Sandra Kim Gfoeller
Value Added Capital Group, L.P.
87 Veranda Lane
Ponte Vedra, FL 32082
Ph: (212) 941-9213

August 25, 1997

Division of Corporations, Registration Section
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399
(P.O. Box 6327, Tallahassee, FL 32314)
Ph: (904) 487-6051

400002280694--3
-08/29/97--01015--002
****148.75 ****148.75

Re: Registration of Value Added Capital Group, L.P.

Dear Foreign (Out-of-State) Limited Partnership Registration Section:

Please find attached 2 notarized copies with original signatures of the Application by Foreign Limited Partnership Authorization to Transact Business in Florida for Value Added Capital Group, L.P. We request that a certified copy and a certificate under seal be sent to the above address. Check number 3123 in the amount of \$148.75 is also enclosed. This amount is comprised of the minimum registration fee of \$52.50 reflecting the fact that no contributions have been made to the Partnership to date; \$35 due for the designation of a registered agent; \$52.50 for a certified copy and \$8.75 for a certificate under seal.


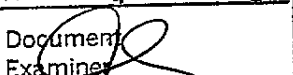





The name and address to which the acknowledgment should be addressed is: Sandra Kim Gfoeller, Value Added Capital Group, L.P., 87 Veranda Lane, Ponte Vedra, FL 32082. The contact person for Value Added Capital Group, L.P. is Sandra Kim Gfoeller and her telephone number during the day is (212) 941-9213.

Sincerely,


Sandra Kim Gfoeller

Attachments

B97-578

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

Value Added Capital Group, L.P.

Sandra Kim Gfoeller
Value Added Capital Group, L.P.
87 Veranda Lane
Ponte Vedra, FL 32082
Ph: (212) 941-9213

September 12, 1997

Division of Corporations, Registration Section
Florida Department of State
409 East Gaines Street
Tallahassee, FL 32399
(P.O. Box 6327, Tallahassee, FL 32314)
Ph: (904) 487-6051


Re: Revised Registration of Value Added Capital Group, L.P. per your Letter #097A00043543 dated August 29, 1997

Dear Foreign (Out-of-State) Limited Partnership Registration Section:

Please find attached 2 revised notarized copies with original signatures of the Application by Foreign Limited Partnership Authorization to Transact Business in Florida for Value Added Capital Group, L.P. reflecting a change to item #2 of the affidavit of capital contributions to the amount of \$10,001 from "over \$10,000". We request that a certified copy and a certificate under seal be sent to the above address. Check number 3123 in the amount of \$148.75 has been received and acknowledged by your organization. This amount is comprised of the minimum registration fee of \$52.50 reflecting the fact that no contributions have been made to the Partnership to date; \$35 due for the designation of a registered agent; \$52.50 for a certified copy and \$8.75 for a certificate under seal.

The name and address to which the acknowledgment should be addressed is: Sandra Kim Gfoeller, Value Added Capital Group, L.P., 87 Veranda Lane, Ponte Vedra, FL 32082. The contact person for Value Added Capital Group, L.P. is Sandra Kim Gfoeller and her telephone number during the day is (212) 941-9213.

Sincerely,



Sandra Kim Gfoeller

Attachments

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97 OCT 29 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 29, 1997

SANDRA KIM GFOELLER
87 VERANDA LANE
PONTE VEDRA, FL 32082

SUBJECT: VALUE ADDED CAPITAL GROUP, L.P.
Ref. Number: W97000020064

We have received your document for VALUE ADDED CAPITAL GROUP, L.P. and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership 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.

On the affidavit of capital contributions on #2 you listed over \$10,000 on what is allocated to Florida an exact amount must be given.

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 (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 097A00043543

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 16, 1997

SANDRA KIM GFOELLER
87 VERANDA LANE
PONTE VEDRA, FL 32082

SUBJECT: VALUE ADDED CAPITAL GROUP, L.P.
Ref. Number: W97000020064

We have received your document for VALUE ADDED CAPITAL GROUP, L.P. and your check(s) totaling \$148.75. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership 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 (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 197A00045972

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. Value Added Capital Group, L.P.
(Name of limited partnership as it is in the home state)

2. (Not applicable)
(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 18, 1997
(State of Formation) (Date of Formation)

5. Jeerey G. Korn
(Name of Registered Agent for Service of Process)

6. 233 East Bay Street, Blackstone Building, Suite 1028
c/o Roto Botella, PA
(Street Address of Registered Office)

Jacksonville, Florida 32202
(City) (Zip Code)

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

X [Signature]
(Agent must sign on this line)

8. 87 Veranda Lane, Ponte Vedra, Florida 32082
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Gfoeller Enterprises, Inc.

298 Mulberry Street, Sp. 6
New York, NY 10012

F97-5713

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TALLAHASSEE, FLORIDA

10. 87 Veranda Lane, Ponte Vedra, FL 32082
(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. Value Added Capital Group, L.P.
87 Veranda Lane, Ponte Vedra, FL 32082
(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 22, August, 19 97

X [Signature]
General Partner

by: Joachim Gfoeller, Jr.
President of Gfoeller
Enterprises, Inc.
General Partner of
Value Added Capital
Group, L.P.

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 22 day of AUG, 19 97,

personally appeared before me,

☐ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]

(Notary Public Signature)

Simon R. White

(Notary's Printed Name)

Simon R. White
NOTARY PUBLIC, State of New York
No. 01WH5040954
Qualified in New York County
Commission Expires March 27, 1999

Seal

My Commission Expires:

MAR 27 1999

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CLERK OF STATE
TREASURY OF FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Joachim Gfoeller, Jr. ^{President of} ~~Gfoeller Enterprises, Inc.~~
a general partner of Value Added Capital Group, 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 \$ 0.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is ~~\$ over \$10,000~~ \$10,001
(initialled by Joachim Gfoeller, Jr.)

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 22 day of August, 19 97
by: Joachim Gfoeller, Jr. ^{President of} ~~Gfoeller Enterprises, Inc.~~
Gfoeller Enterprises, Inc.
General Partner of
Value Added Capital
Group, L.P.

X [Signature]
General Partner

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 22 day of AUG, 19 97,

personally appeared before me,

☐ who is personally known to me

☐ whose identity I proved on the basis of _____

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97 OCT 29 PM 2:30
SECRETARY OF STATE
ALBANY, NEW YORK

Simon R. White

(Notary Public Signature)

Simon R. White

(Notary's Printed Name)

SIMON R. WHITE
NOTARY PUBLIC, State of New York
No. 01WH5040954
Qualified in New York County
Commission Expires March 27, 1999

Seal

My Commission Expires: MAR 27 1999