

VACG  
**B9700000580**

Sandra Kim Gfoeller  
VACG, L.P.,  
87 Veranda Lane  
Ponte Vedra, FL 32082  
Ph: (904) 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

500002280695--9  
-08/29/97--01015--003  
\*\*\*\*148.75 \*\*\*\*148.75

Re: Registration of VACG, 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 VACG, L.P. We request that a certified copy and a certificate under seal be sent to the above address. Check number 3122 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, VACG, L.P., 87 Veranda Lane, Ponte Vedra, FL 32082. The contact person for VACG, L.P. is Sandra Kim Gfoeller and her telephone number during the day is (212) 941-9213.

Sincerely,

*Sandra Kim Gfoeller*

Sandra Kim Gfoeller

Attachments

**B97-580**

Name	<i>DR 11-30</i>
Availability	<i>DR 11-30</i>
Document Examiner	<i>DR 11-30</i>
Updater	<i>DR 11-30</i>
Updater Verifier	<i>DR 11-30</i>
Acknowledgement	<i>DR 11-30</i>
W. P. Verifier	<i>DR 11-30</i>



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 16, 1997

SANDRA KIM GFOELLER  
87 VERANDA LANE  
PONTE VEDRA, FL 32082

SUBJECT: VACG, L.P.  
Ref. Number: W97000020067

We have received your document for VACG, 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: 797A00045972

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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: VACG, L.P.  
Ref. Number: W97000020067

We have received your document for VACG, 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 is what is allocated to Florida you must list an exact amount.

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: 397A00043548

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TALLAHASSEE, FLORIDA

**VACG, L.P.**

Sandra Kim Gfoeller  
VACG, 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 VACG, L.P. per your Letter #397A00043548 dated August 29, 1997

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

Please find attached the 2 revised copies with original signatures of the Application by Foreign Limited Partnership Authorization to Transact Business in Florida for VACG, 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 3122 in the amount of \$148.75 has already been received and acknowledged by you. 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, VACG, L.P., 87 Veranda Lane, Ponte Vedra, FL 32082. The contact person for VACG, 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 2:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

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

1. VAC G, L.P.  
(Name of limited partnership as it is in the home state)

2. CNot 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. Jeffrey G. Korn  
(Name of Registered Agent for Service of Process)

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

Jacksonville, Florida 32202  
(City) (Zip Code)

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

X Jeffrey G. Korn  
(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

Value Added Capital Group, L.P.

87 Veranda Lane,  
Ponte Vedra, Florida 32082

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TALLAHASSEE, FLORIDA

10. 87 Veranda Lane, Ponte Vedra, Florida 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.

CONTINUED

12. VACG, L.P.

87 Veranda Lane, Ponte Vedra, Florida 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 Joachim Gfoeller, Jr.  
General Partner

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

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

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

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

BEFORE ME the undersigned personally appeared Joachim Gfoeller, Jr. <sup>President of Gfoeller Enterprises, Inc.</sup> a general partner of VACG, L.P., a (an) Delaware <sup>Partner of Value Added Capital Group, L.P.</sup> limited partnership, Capital 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 <sup>(initialled by Joachim Gfoeller, Jr.)</sup>

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.

X Joachim Gfoeller, Jr.  
General Partner

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

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07 OCT 29 PM 4:37  
SECRETARY OF STATE  
ALBANY, N.Y.

Simon R. White  
(Notary Public Signature)  
SIMON R WHITE  
(Notary's Printed Name)

Seal

My Commission Expires: MAR 27 1999