


APPLICATION FOR REINSTATEMENT. FOR LIMITED PARTNERSHIP		FLORIDA DEPARTMENT OF STATE SECRETARY OF STATE DIVISION OF CORPORATIONS	
 <span style="font-size: 2em; font-weight: bold; position: absolute; top: 0; right: 0;">B9700000582</span>		<div style="border: 1px solid black; padding: 5px; display: inline-block;"> <b>FILED</b>  <b>SECRETARY OF STATE</b>  <b>DIVISION OF CORPORATIONS</b>  <b>99 JUL 26 PM 2: 19</b> </div>	
<b>DOCUMENT #</b> <b>1. Name of Limited Partnership</b> <p style="margin-left: 40px;">Grand Cru Property Two L.P.</p>			
DO NOT WRITE IN THIS SPACE			
<b>2. Mailing Address</b> <b>420 Lexington Avenue</b> Suite, Apt #, etc. <b>Suite 900</b> City & State <b>New York, New York</b> Zip                      Country <b>10170                      USA</b>		<b>3. Principal Office Address</b> <b>420 Lexington Avenue</b> Suite, Apt #, etc. <b>Suite 900</b> City & State <b>New York, New York</b> Zip                      Country <b>10170                      USA</b>	
		<b>4. Date Formed or Registered To Do Business in Florida</b> <b>5. FEI Number</b> <b>13-3974469</b> Applied For Not Applicable	
<b>8a. Capital Contributions as Shown on Record</b> <b>\$100.00</b>		<b>6. CERTIFICATE OF STATUS DESIRED</b> <input checked="" type="checkbox"/> <small>\$8.75 Additional Fee required to a Certificate of Status</small> <b>7. State or Country of Formation</b> <b>Delaware</b>	
<b>8b. Amount of Capital Contributions in FLORIDA to date</b> <b>\$100.00</b>		<b>FEES:</b> 1) Filing Fee(s): Computed at a rate of \$7 per \$1,000 on amount entered in 8b, with a minimum filing fee of \$52.50 and a maximum of \$437.50, for each year due this office. 2) Supplemental Fee(s): \$103.75 for each year due this office, beginning with 1992 calendar year. 3) Penalty Fee(s): \$500 penalty fee for each year report form is delinquent. Note: If the amount entered in 8b is greater than amount entered in 8a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.	
<b>9. Name and Address of Current Registered Agent</b> <p style="margin-left: 40px;">Corporation Service Company 1201 Hayes Street Tallahassee, FL 32301</p>		<b>10. If changed, new registered agent/office</b> Name Street Address (P.O. Box Number Is Not Acceptable) Suite, Apt #, etc. City <b>FL</b> Zip Code	
<b>10a.</b> Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.			
SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____			
<b>A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.</b>			
<b>11. Names of General Partner(s)</b> <p style="margin-left: 40px;">Grand Cru Morning GP LLC</p>	<b>Address of Each General Partner (Do NOT Use Post Office Box Numbers)</b> <p style="margin-left: 40px;">420 Lexington Avenue Suite 900</p>	<b>City, State and Zip Code</b> <p style="margin-left: 40px;">New York, New York 10170</p>	<b>11a. Registration Document Number</b> <p style="margin-left: 40px;">M9700000716</p>
<div style="font-size: 2em; font-weight: bold; position: absolute; top: 0; right: 0;">MK 7/26/99</div> <div style="font-size: 2em; font-weight: bold; position: absolute; top: 0; right: 0;">REINSTATEMENT 1999</div>		<div style="font-size: 2em; font-weight: bold; position: absolute; top: 0; right: 0;">300002941123--5</div> <div style="font-size: 2em; font-weight: bold; position: absolute; top: 0; right: 0;">(3K)</div>	
<b>Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.</b>			
<b>12.</b> I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.			
<p style="margin-left: 40px;">Grand Cru Morning GP LLC, a Delaware limited partnership, general partner</p>			
<b>SIGNATURE</b> _____		<b>DATE</b> <b>7/21/99</b>	
Typed or Printed Name of General Partner Signing Form <b>S. Lawrence Davis</b>		Telephone Number <b>212-293-8900</b>	

CR2E039 (1/97)

B97000000582



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 315617 5024472

AUTHORIZATION :

COST LIMIT : \$ 641.25

ORDER DATE : July 22, 1999

ORDER TIME : 10:40 AM

ORDER NO. : 315617-015

CUSTOMER NO: 5024472

CUSTOMER: Michele Penaranda, Legal Asst  
SOLOMON AND WEINBERG LLP  
SOLOMON AND WEINBERG LLP  
70 East 55th Street

New York, NY 10022

*Patricia Pizzuti*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUL 26 PM 2:19

DOMESTIC FILING

NAME: GRAND CRU PROPERTY TWO L.P.

EFFECTIVE DATE:

*BK*

       ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

*7/26/99*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
99 JUL 26 PM 1:26