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DIVISION OF CORPORATIONS

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ACCOUNT NO. : 072100000032
REFERENCE : 652650 10915A
AUTHORIZATION : *Patricia Pajito*
COST LIMIT : \$ 87.50

ORDER DATE : December 30, 1997

ORDER TIME : 10:46 AM

ORDER NO. : 652650-005

CUSTOMER NO: 10915A

500002386095--5

CUSTOMER: Elizabeth Tobin, Legal Asst
Walker & Koegler
217 Ponte Vedra Park Drive
Ponte Vedra Bea, FL 32082

FOREIGN FILINGS

NAME: ATLANTIC PARTNERS GROUP II,
L.P.

*File
2nd*

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

Name Availability	<i>KWM</i>
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Re-nominee	KWM
W. P. Verifier	KWM

97 DEC 30 1415 19

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

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

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1. ATLANTIC PARTNERS GROUP II, L.P.
(Name of limited partnership as it is in the home state)
2. ATLANTIC PARTNERS GROUP II, LTD.
(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. DECEMBER 19, 1997
(State of Formation) (Date of Formation)
5. RANDAL C. FAIRBANKS
(Name of Registered Agent for Service of Process)
6. 217 PONTE VEDRA PARK DRIVE
(Street Address of Registered Office)
PONTE VEDRA BEACH, Florida 32082
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
By: Randal C. Fairbanks
(Agent must sign on this line)
8. 26221 MARSH LANDING PARKWAY, PONTE VEDRA BEACH, FL 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
CIMC ATLANTIC II, L.L.C. - M97-892 26221 MARSH LANDING PARKWAY
PONTE VEDRA BEACH, FL 32082
10. 26221 MARSH LANDING PARKWAY, PONTE VEDRA BEACH, 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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

CONTINUED

12. 26221 MARSH LANDING PARKWAY

PONTE VEDRA BEACH, 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 24, DECEMBER, 19 97

CIMC ATLANTIC II, L.L.C., GENERAL PARTNER

BY:

David L. Brown

DAVID L. BROWN

General Partner

STATE OF FLORIDA

COUNTY OF ST. JOHNS

On this 24TH day of DECEMBER, 19 97, DAVID L. BROWN

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the bases of _____



RANDAL C. FAIRBANKS
Comm. No. CC 645501
My Comm. Exp. Aug. 8, 2001
Bonded thru Pichard Ins. Agcy.

Randal C. Fairbanks
(Notary Public Signature)

Randal C. Fairbanks
(Notary Public Signature)

Seal

My Commission expires: 8-8-01

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

BEFORE ME the undersigned personally DAVID L. BROWN, ON BEHALF OF CIMC ATLANTIC II, L.L.C.
a general partner of ATLANTIC PARTNERS, a (an) DELAWARE Limited partnership
hereinafter referred to as the "GROUP II, L.P. Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 7,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,000.

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 24TH day of December, 1997

CIMC ATLANTIC II, L.L.C.

BY: David L. Brown

DAVID L. BROWN General Partner
MEMBER

STATE OF FLORIDA
COUNTY OF ST. JOHNS

On this 24TH day of December, 1997, DAVID L. BROWN
personally appeared before me. ☒ who is personally known to me

☐ whose identity I proved on the bases of _____



RANDAL C. FAIRBANKS
Comm. No. CC 645501
My Comm. Exp. Aug. 8, 2001
Bonded thru Pichard Ins. Agcy.

Randal C. Fairbanks
(Notary Public Signature)

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