

B98000000052

RECEIVED
98 JAN 22 PM 1:37
DIVISION OF CORPORATIONS

01/22/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

11:38 AM

((H98000001414 5)))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000

FROM: HENDERSON, FRANKLIN, STARNES & HOLT, P.A. ACCT#: 075410002172
CONTACT: KAREN S LABORDE
PHONE: (941)334-4121 FAX #: (941)332-4494

NAME: CYPRESS LAKE HOTEL LIMITED PARTNERSHIP
AUDIT NUMBER.....H98000001414
DOC TYPE.....FOREIGN LIMITED PARTNERSHIP
CERT. OF STATUS..0 PAGES..... 4.
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$140.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF
THE DOCUMENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 22 PM 1:38

* ENTER M FOR MENU. **

Name	ENTER SELECTION AND <CR>:		
Availability	Alt-Z FOR HELP VT102 3 FDX 3 1200 E71 3 LOG CLOSED 3 PRINT OFF 3 MODEM		
Document Examiner		DCC	
Updater		DCC	
Validator		DCC	
Notary		DCC	
W. P. Verifier		DCC	

B98000000052

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

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

1. Cypress Lake Hotel Limited Partnership
(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. January 16, 1998
(State of Formation) (Date of Formation)

5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

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

By: Patricia A. Canario PATRICIA A. CANARIO,
(Agent must sign on this line) SPECIAL ASSISTANT SECRETARY

8. Corporation Trust Center, 1209 Orange Street, Wilmington, DE 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>F97000004137</u> Alliance Financial Group, Inc. d/b/a Wellesley Financial Group, Inc.	154 Duncan Drive North Andover, MA 01845
<u>F96000003417</u> RDA Investments, Inc.	13217 Ridge Drive Rockville, NJ 20850

10. Alliance Financial Group, Inc.
154 Duncan Drive, North Andover, MA 01845
(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.

Prepared by: John D. Chambliss, Esq.

One Boston Place
Boston, MA 02108-4470
(617) 367-2500

FAX AUDIT NO.: H98000001414

CONTINUED

FILED
11
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 22 PM 3:18

FAX AUDIT NO.: H98000001414

c/o Alliance Financial Group, Inc.
12. 154 Duncan Drive, North Andover, MA 01845

(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 21st, January, 19 98


Scott R. Lodde,
President

~~EXAMPLE~~

COMMONWEALTH OF
~~STATE OF~~ MASSACHUSETTS

COUNTY OF SUFFOLK

On this 21st day of January, 19 98, Scott R. Lodde, President
of Alliance Financial
Group, Inc., a General Partner of Cypress Lake Hotel Limited Partnership
personally appeared before me, ☒ who is personally known to me

☐ whose identity I proved on the bases of _____

FILED
DIVISION OF STATE
CORPORATIONS
98 JAN 22 PM 3:18


(Notary Public Signature)

(Notary Public Signature)

Seal

My Commission expires: 9/13/2002

FAX AUDIT NO.: H98000001414

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally Scott R. Lodde, President of Alliance Financial Group, Inc., a General Partner of Cypress Lake Hotel Limited Partnership, a (an) Massachusetts Limited partnership hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000.00.

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 21st day of January, 19 98

ALLIANCE FINANCIAL GROUP, INC.
General Partner

By: Scott R. Lodde

Scott R. Lodde, President

COMMONWEALTH OF

~~STATE OF~~ MASSACHUSETTS

COUNTY OF SUFFOLK

Scott R. Lodde, President of
Alliance Financial Group, Inc., a
General Partner of Cypress Lake

On this 21st day of January, 19 98,
Limited Partnership,

personally appeared before me,



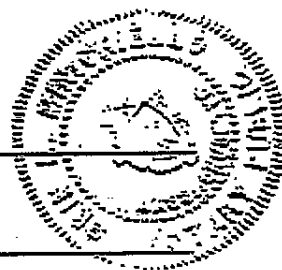
who is personally known to me



whose identity I proved on the bases of _____

E. M. Minichiello
(Notary Public Signature)

(Notary Public Signature)



Seal

My Commission Expires: 9/13/2002

FAX AUDIT NO.: H98000001414

January 20, 1998

To the Secretary of State
State of Florida
Tallahassee, Florida 32314

RE: CONSENT TO TRANSFER OF NAME

Cypress Lake Hotel Limited Partnership, a Massachusetts limited partnership (the "Massachusetts Partnership"), which is authorized to transact business in the State of Florida, hereby consents to the transfer of the name "Cypress Lake Hotel Limited Partnership" to a Delaware limited partnership formed with the same name and into which the Massachusetts Partnership is being merged in accordance with the laws of Massachusetts and Delaware. In connection with such merger, such Delaware limited partnership will apply for authorization to transact business in the State of Florida.

CYPRESS LAKE HOTEL LIMITED
PARTNERSHIP

By: Alliance Financial Group, Inc.,
General Partner

By: 
Scott R. Lodde, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 22 PM 3:18

JACHAMELIS\CYPRESS\CONSENT\NAM

FAX AUDIT NO.: H98000001414