



THE UNITED STATES
CORPORATION
COMPANY

B980000000168

ACCOUNT NO. : 072100000032

REFERENCE : 744913 5024472

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 87.50

ORDER DATE : March 17, 1998

ORDER TIME : 9:15 AM

ORDER NO. : 744913-005

CUSTOMER NO: 5024472

CUSTOMER: Ms. Michele Penaranda
Solomon And Weinberg
70 East 55th Street

New York, NY 10022

700002461797--2

FOREIGN FILINGS

NAME: BLACKACRE CAPITAL PARTNERS,
LIMITED PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 PM 2:06

RECEIVED
98 MAR 19 AM 9:53
DIVISION OF CORPORATION

BK

3/20/98

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

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

FILED
SECRETARY OF CORPORATIONS
98 MAR 20 PM 2:06

1. Blackacre Capital Partners, L.P.
(Name of limited partnership as it is in the home state)
2. Blackacre Capital Partners, Limited Partnership
(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.") 7
3. Delaware 4. May 27, 1997
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
Tallahassee, Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.
Corporation Service Company
By: Paul Shelly (Agent must sign on this line)
8. 1013 Centre Road, County of New Castle, New Castle, Delaware 19805
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Old Stand Real Estate LLC 450 Park Avenue, New York, New York 10022
m98VUUU269
10. 450 Park Avenue, New York, New York 10022
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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. 450 Park Avenue, 28th Floor

New York, New York 10022

(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.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 20 PM 2:06

This day of 12th, ~~February~~ March, 19 98

BLACKACRE CAPITAL PARTNERS. Limited Partnership
By: Old Stand Real Estate, LLC

By: [Signature] General Partner
Name: Jeffrey B. Citrin
Title: Member

STATE OF New York

COUNTY OF New York

On this 12th day of ~~February~~ March, 19 98, Jeffrey B. Citrin

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the bases of _____

[Signature]
(Notary Public Signature)
[Signature]
(Notary Public Signature)

Seal

My Commission expires: May 19, 1999

CHARISA J. GOODMAN
NOTARY PUBLIC, State of New York
No 01G05077989
Qualified in New York County
Commission Expires May 19, 1999

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally Jeffrey B. Citrin, as a member of Old Stand Real Estate LLC Partners, L.P.
a general partner of Blackacre Capital Partners, 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 \$ 1,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000.

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 12th day of March, 19 98.

BLACKACRE CAPITAL PARTNERS, L.P.

By: Old Stand Real Estate, LLC

By: [Signature]

Name: Jeffrey B. Citrin

Title: Member

STATE OF New York

COUNTY OF New York

On this 12th day of March, 19 98, Jeffrey B. Citrin

personally appeared before me, ☒ who is personally known to me

☐ whose identity I proved on the bases of _____

[Signature]
(Notary Public Signature)
[Signature]
(Notary Public Signature)

Seal

My Commission Expires: May 19, 1999

CHARISA J. GOODMAN
NOTARY PUBLIC, State of New York
No 01G05077989
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