



B98000000169

ACCOUNT NO. : 072100000032  
REFERENCE : 744913 5024472  
AUTHORIZATION : *Patricia Pizutto*  
COST LIMIT : \$ 87.50

FILED  
SECRETARY OF CORPORATIONS  
98 MAR 20 PM 3:15

ORDER DATE : March 17, 1998  
ORDER TIME : 9:17 AM  
ORDER NO. : 744913-015  
CUSTOMER NO: 5024472

CUSTOMER: Ms. Michele Penaranda  
Solomon And Weinberg  
70 East 55th Street  
New York, NY 10022

300002461993--1

FOREIGN FILINGS

NAME: BLACKACRE ORLANDO HOTEL,  
LIMITED PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Christopher Smith

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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.

This day of 12<sup>th</sup>, ~~January~~ March 19 98

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

By: [Signature]  
Name: Jeffrey B. Citrin <sup>General Partner</sup>  
Title: Member

STATE OF New York

COUNTY OF New York

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

personally appeared before me,  who is personally known to me

whose identity I proved on the bases of \_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
(Notary Public Signature)

[Signature]  
\_\_\_\_\_  
(Notary Public Signature)

Seal

My Commission expires: \_\_\_\_\_

**ANDREW J. KELLNER**  
Notary Public, State of New York  
No. 02KE5053025  
Qualified in New York County  
Commission Expires December 11, 1999

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

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BEFORE ME the undersigned personally Jeffrey B. Citrin, as a member of the G.P. of Blackacre Capital Partners, L.P. a general partner of Blackacre Orlando Hotel, L.P. (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 12<sup>th</sup> day of January March, 19 98.

[Signature]  
General Partner

STATE OF New York  
COUNTY OF New York

On this 12<sup>th</sup> 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 \_\_\_\_\_

\_\_\_\_\_  
(Notary Public Signature)  
[Signature]  
(Notary Public Signature)  
**ANDREW J. KELLNER**  
Notary Public, State of New York  
No. 02KE5053025  
Qualified in New York County  
Commission Expires December 11, 19 99

Seal

My Commission Expires: \_\_\_\_\_