B98000000224

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

	98 APR 10 PM 12: 49
CAPITOL SERVICES d/b/a PARALEGAL & ATTORNEY SERVICE BUREAU, INC.	
(Requestor's Name) 1406 Hays Street, Suite 2	
(Address) Tallahassee, FL 32301 (904) 656-3992	OFFICE USE ONLY
(City, State, Zip) (Phone #)	

100002484811--0 -04/10/98--01025--024 ***1837.50 ***1837.50

CORPORATION NAM	E(S) & DOCUMENT NUMBE	ER(S) (if known):
1. Sperfa Flor	rida Properties, L.P.	(Document #)
2. (Corporati	on Name)	(Document #)
3. (Corporati	on Name)	(Document #) 12.11 250,000.
•	ick up time4\(\d)	(Document #)
<i>/</i>	Will wait Photocopy	Certificate of Status
NEW FILINGS	AMENDMENTS	Director t Out Out
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/I	/Director
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	A77100
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign	
Fictitious Name	✓ Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	Examiner's Initials
	Other	

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

1.	Sierra Florida Properties, L.P. (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.	California (State of Formation) 4. January 16, 1998 (Date of Formation)	
5.	Grant T. Downing (Name of Registered Agent for Service of Process) Output Ou	
6.	222 West Comstock Avenue, Suite 101, Winter Park, Florida 32789 (Street Address of Registered Office)	
7.	Acceptance by the Registered Agent for Service of Process. (Agent must sign on this line)	
8.	801 North Brand Boulevard, Suite 1010, Glendale, California 91203-1243 (Address of registered office required in state of formation or, it not required, address of principal office.)	
9.	NAMES OF GENERAL PARTNERS SPECIFIC ADDRESS 696 - 237	
	Imperial Land Company of Orlando, Inc., 801 North Brand Blvd., a California Corporation Suite 1010, Glendale, California 91203-1243	
10.	801 North Brand Blvd., Suite 1010, Glendale, California 91203-1243 (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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.	
12.	801 North Brand Blvd., Suite 1010, Glendale, California 91203-1243 (Mailing Address of Limited Partnership)	
	DATED this 31st day of March By: Authorized Officer of Imperial Land Company of Orlando, Inc., a California	

corporation, general partner of Sierra Florida Properties, L.P., a California limited partnership

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

The foregoing instrument was acknowledged and sworn to before me this <u>31st</u> day of March , 1998, by <u>Don Freeberg</u>, an authorized officer of Imperial Land Company of Orlando, Inc., a California corporation, as general partner of Sierra Florida Properties, L.P., a California limited partnership.



NOTARY PUBLIC

State of California at Large

My Commission Expires: 3/31/2000

Commission No.: 1093235

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME the undersigned personally ap	neared Don Freeberg
an authorized officer of Imperial Land Company of FLORIDA PROPERTIES, L.P., a California limit "Partnership," who certifies as follows:	Orlando, Inc., the general partner of SIERRA
1. The amount of capital contributions of	of the limited partners is \$14,850,000.00.
2. The anticipated amount of the capita allocated for the purposes of transacting business in	
DATED this 31stday of March	, 1998
FURTHER AFFIANT SAYETH NOT.	, 1998. 98 APR 10
Under penalties of perjury I declare that I has thereof and that the facts stated herein are true and c	
STATE OF CALIFORNIA	
COUNTY OF LOS ANGELES	
to take acknowledgements in and for the State and	officer of Imperial Land Company of Orlando, ra Florida Properties, L.P., a California limited e person who executed the foregoing Affidavit
IN WITNESS WHEREOF, I have hereunto s State and County aforesaid, this 31st_day of	et my hand and affixed my official seal, in the March , 1998.
UNDA M. DOOM Commission # 1093235 Notory Public — Colfonia EAL Dos Angeles County My Comm. Expires Mar 31, 2000	NOTARY PUBLIC State of California at Large My Commission Expires: 3/31/2000 Commission No.: 1093235