

B98000000333



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 832811 4336159

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 1785.00

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 28 PM 3:17

ORDER DATE : May 27, 1998

ORDER TIME : 10:33 AM

2:6

ORDER NO. : 832811-010

CUSTOMER NO: 4336159

900002539249--0

CUSTOMER: J. Carol Smith, Legal Asst
Stutzman & Bromberg
Suite 2200
2323 Bryan Street
Dallas, TX 75201

FOREIGN FILINGS

NAME: CONCORD-FUND IV RETAIL, L.P.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Karen B. Rozar

MR
5/28/98

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 28 PM 3:18

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. Concord-Fund IV Retail, L.P.
(Name of limited partnership as it is in the home state)
2. Concord-Fund IV Retail, 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.") 7
3. Delaware 4. May 26, 1998
(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.
Karen B. Rozar Karen B. Rozar, As Its Agent
(Agent must sign on this line)
8. 1013 Centre Road, Wilmington, Delaware 19805 (Registered Office)
28 State Street, Boston, Massachusetts 02109 (Principal Office)
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Concord Retail Associates, L.L.C. 28 State Street
Boston, Massachusetts 02109
MA9800000537
10. 28 State Street, Boston, Massachusetts 02109
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 28 PM 3:18

12. 28 State Street

Boston, Massachusetts 02109

(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 22nd, May, 19 98

By: **Concord Retail Associates, L.L.C., sole General Partner**

Michael A. Ruane

By: **Arthur I. Segel or Michael A. Ruane, as Managers**

COMMONWEALTH OF MASSACHUSETTS

~~STATE OF~~

COUNTY OF Suffolk

On this 22nd day of May, 19 98, Michael A. Ruane

personally appeared before me, who is personally known to me

whose identity I proved on the bases of _____

Linda J. Barone
(Notary Public Signature)

(Notary Public Signature)

LINDA J. BAROVE, Notary Public
My Commission Expires August 31, 2001

My Commission expires: _____

Seal

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally Michael A. Ruane, a manager of Concord Retail Associates
a general partner of Concord-Fund IV Retail, L.P. Delaware Limited partnership **L.L.C.**
hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 7,920,000.00
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 7,920,000.00

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.

FILED
SECRETARY OF CORPORATIONS
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This 22nd day of May, 19 98

By: **Concord Retail Associates, L.L.C., sole General Partner**

Michael A. Ruane

By: **Arthur I. Segel or Michael A. Ruane, as Managers**

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STATE OF

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personally appeared before me, who is personally known to me

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Linda J. Barone
(Notary Public Signature)

(Notary Public Signature)

LINDA J. BARONE, Notary Public
My Commission Expires August 31, 2001

My Commission Expires: _____

Seal