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C T Corporation System.

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301

City

State

Zip

Phone

CORPORATION(S) NAME

Rosebay Investors LP

100002576671-7

-07/01/98--01004--011

***1785.00 ***1785.00

FILED STATE
SECRETARY OF CORPORATIONS
98 JUN 30 PM 4:03

Profit

NonProfit

Limited Liability Company

Foreign

Amendment

Dissolution/Withdrawal

Merger

Mark

Limited Partnership

Reinstatement

Limited Liability Partnership

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Photo Copies

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Fictitious Name

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JOEY

NYK
6/30/97
file 2nd

Florida Department of State, Sandra B. Morham, Secretary of State
**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 4: 04

1. Rosebay Investors LP
(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. Nevada 4. December 6, 1995
(State of Formation) (Date of Formation)
5. C T CORPORATION SYSTEM
(Name of Registered Agent for Service of Process)
6. 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.
C T CORPORATION SYSTEM
ONNIE BRYAN
CONNIE BRYAN SPECIAL ASSISTANT SECRETARY
(Office) must sign on this line
8. One East First Street, Suite 1600, Reno, Nevada 89501
(Address of registered office required in state of formation or, if not required, address of principal office.)
- | 9. NAME OF GENERAL PARTNERS | STREET ADDRESS |
|-------------------------------|--|
| <u>Rosebay Management LLC</u> | <u>One East First Street, Suite 1600</u> |
| <u>m980000056692</u> | <u>Reno, Nevada 89501</u> |
10. One East First Street, Suite 1600, Reno, Nevada 89501
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. One East First Street, Suite 1600, Reno, Nevada 89501

(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 29th day of June, 19 98.

Rosebay Management LLC,
By: David Rittenhouse
David Rittenhouse ~~General Partner~~
Manager

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN 30 PM 4:04

STATE OF California

COUNTY OF Sacramento

On this 29th day of June, 19 98,

David Rittenhouse for Rosebay Management LLC personally appeared before me,

who is personally known to me

whose identity I proved on the basis of Satisfactory Evidence

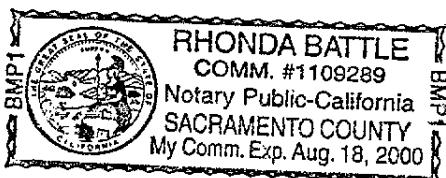
Rhonda Battle
(Notary Public Signature)

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 29th DAY OF June 19 98
Rhonda Battle
NOTARY PUBLIC

Rhonda Battle
(Notary's Printed Name)

Seal

My Commission Expires: 8-18-00



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME, the undersigned, personally appeared David Rittenhouse, Manager for Rosebay Management LLC a general partner of Rosebay Investors LP, a(an) Nevada limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 354,362.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 354,362.00

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 29th day of June, 1998

Rosebay Management LLC,
By: David Rittenhouse
General Partner
David Rittenhouse, Manager

STATE OF California
COUNTY OF Sacramento

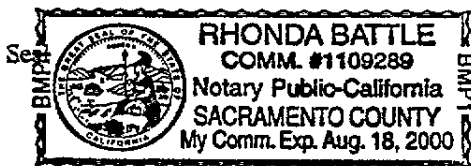
On this 29th day of June, 1998

David Rittenhouse for Rosebay Management LLC personally appeared before me,

- who is personally known to me
whose identity I proved on the basis of Satisfactory Evidence

Rhonda Battle
(Notary Public Signature)
Rhonda Battle
(Notary's Printed Name)

SUBSCRIBED AND SWORN TO BEFORE ME
THIS 29 DAY OF June 1998
Rhonda Battle
NOTARY PUBLIC



My Commission Expires: 8-18-00

FILED
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