

Document Number Only

B980000000537

C T CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, Florida 32301

City

State

Zip

Phone

904-222-1092

CORPORATION(S) NAME

400002602824-7

-07/30/98--01060--024

*****87.50 *****87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 28 PM 2:43

NORTHCO MANAGEMENT SERVICES LP.

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Limited Liability Company

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change P.A.

☐ Certified Copy

☐ Photo Copies

☐ CUS/

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

PLEASE RETURN EXTRA COPY(S)
FILE STAMPED

Please call Jeff Butterfield
if any problems/questions.

THANKS !

7/30



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 30, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: NORTHCO MANAGEMENT SERVICES LP
Ref. Number: W98000017388

We have received your document for NORTHCO MANAGEMENT SERVICES LP and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Before this partnership can be filed, its general partner -- NORTHCO-TSG MANAGERS LLC -- must be qualified in Florida.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 298A00040164

Walk In
Pick up

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98 AUG 28 PM 2:43

RECEIVED
98 AUG 28 AM 11:27
DIVISION OF CORPORATIONS

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

FILED STATE
SECRETARY OF CORPORATIONS
98 AUG 28 PM 2:43

1. Northco Management Services 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. Delaware 4. June 1, 1998
(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 Jonathan R. Giddings
(Officer must sign on this line) Assistant Secretary
8. c/o The Corporation Trust Center, 1209 Orange Street, Wilmington,
Delaware 19801
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAME OF GENERAL PARTNERS STREET ADDRESS
Northco-TSG Managers LLC c/o Northco Managers LLC
4900 Viking Dr., Edina, MN 55435
MA 80000094K AND
c/o TSG Managers LLC
c/o The Taylor Simpson Group
One Rockefeller Plaza, New York, NY 10020
10. c/o Northco Managers LLC 4900 Viking Drive, Edina, MN 55435
(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 c/o Northco Managers LLC 4900 Viking Drive, Edina, MN 55435

c/o The Taylor Simpson Group
c/o TSG Managers LLC One Rockefeller Plaza, New York, NY 10020

(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 24th day of July, 19 98.

Name:

General Partner (Northco-TSG Managers LLC)

Title: Authorized Representative of the General Partner

STATE OF New York

COUNTY OF New York

On this 24th day of July, 19 98,

Joseph S. Sambuco personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Theresa Guerriero
(Notary Public Signature)

(Notary's Printed Name)

THERESA GUERRIERO
Notary Public, State of New York
No. 5010983
Qualified in Nassau County
Commission Expires April 12, 1999.

Seal

My Commission Expires: _____

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 28 PM 2:43

_____, authorized representative of
BEFORE ME, the undersigned, personally appeared Northco-TSG Managers LLC
a general partner of Northco Management Services LP, a(n) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,980.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 180.00.

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 24th day of July, 19 98.

[Signature]
General Partner (Northco-TSG Managers LLC) ✓
Name: _____
Title: Authorized Representative of the General Partner

STATE OF New York
COUNTY OF New York

On this 24th day of July, 19 98,

Joseph S. Sambuco personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Theresa Guerriero
(Notary Public Signature)

Theresa Guerriero
Notary Public, State of New York
No. 5010983
Qualified in Nassau County
Commission Expires April 12, 1999.

(Notary's Printed Name)

Seal

My Commission Expires: _____