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DIVERSIFIED CORPORATE SERVICES INT'L, INC.  
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Albany, New York 12207 Marietta, Florida 33009  
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Law & Tax Professionals  
Quality and Dependability  
NATIONWIDE

October 29, 1998

Florida Department of State  
409 East Gaines Street  
Tallahassee, Florida 32301  
Att: CORPORATIONS DIVISION

1-2 filing

800002676828--5  
-10/30/98--01058--007  
\*\*\*1837.50 \*\*\*1837.50

RE: MAGNOLIA PARK ASSOCIATES, L.P.

Dear Sirs/Madams,

Enclosed please find an ORIGINAL and COPY of the APPLICATION FOR AUTHORITY for the above referenced LP. Please FILE AND CERTIFY, using the attached check in full payment for services requested, and return to the above using enclosed FEDERAL EXPRESS envelope.

Thank you for your cooperation in this matter.

Very truly yours,  
Jerry Joseph

FILED  
OFFICE OF STATE  
SECRETARY OF CORPORATIONS  
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-10/30/98--01058--008  
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Name	11-12
Availability	
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Updater Verifier	
Acknowledgment	
W. R. Verifier	



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 4, 1998

JERRY JOSEPH  
DIVERSIFIED CORPORATE SERVICES INT'L  
41 STATE STREET, SUITE 515  
ALBANY, NY 12207

SUBJECT: MAGNOLIA PARK ASSOCIATES, L.P.  
Ref. Number: W98000024950

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DIVISION OF CORPORATIONS  
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We have received your document for MAGNOLIA PARK ASSOCIATES, L.P. and your check(s) totaling \$1846.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 598A00053704

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
DIV

APPLICATION FOR AUTHORITY OF  
MAGNOLIA PARK ASSOCIATES, L.P.

pursuant to the Limited Partnership Law of the State of Florida

**THE UNDERSIGNED**, being the President of Magnolia Realty Inc., the General Partner of Magnolia Park Associates, L.P., a New York Limited Partnership, for the purpose of applying for authority to do business in the State of Florida, pursuant to the provisions of the Limited Partnership Law, does hereby certify and set forth:

[1] The name of the Limited Partnership is:

**MAGNOLIA PARK ASSOCIATES, L.P.**

[2] The name under which the partnership shall transact business in the State of Florida is:

**MAGNOLIA PARK ASSOCIATES, LTD.**

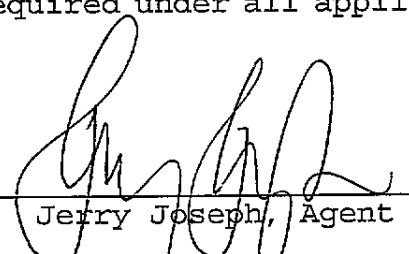
[3] The Certificate of Limited Partnership of Magnolia Park Associates, L.P., was filed with the Department of State of the State of New York on the 22nd day of December, 1992.

[4] The principal office, mailing address, registered office and the registered agent of the Corporation within the State of Florida shall be located at:

100 Golden Isles Drive, Suite 1204  
Hallandale, Florida 33009  
Jerry Joseph, Agent

[a] Having been named to accept service of process for the above stated Corporation, at the place herein designated, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations required under all applicable Sections of the Florida Statutes.

Signed: \_\_\_\_\_

  
Jerry Joseph, Agent

[5] The name and street address of the registered agent of the Limited Partnership in the State of New York is:

Magnolia Realty Inc.  
1009 East 14th Street  
Brooklyn, New York 11230

[6] The name and address of each General Partner of the Limited Partnership is as follows:

Magnolia Realty Inc.  
1009 East 14th Street  
Brooklyn, New York 11230

598-6222

[7] The name, street address and capital contribution of each limited partner is stated as follows:

Eckstein Family Partnership, L.P.  
1009 East 14th Street  
Brooklyn, New York 11230  
\$ 100.00 contributed

[8] The Limited Partnership will undertake to keep the records listing the addresses and capital contributions of the Limited Partner, or Limited Partners, until the registration of the Limited Partnership is either withdrawn, or cancelled, at the following address:

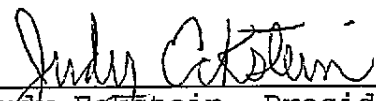
Magnolia Park Associates, L.P.  
C/O Magnolia Realty Inc.  
1009 East 14th Street  
Brooklyn, New York 11230

[9] The mailing address of the Limited Partnership is:

Magnolia Park Associates, L.P.  
C/O Magnolia Realty Inc.  
1009 East 14th Street  
Brooklyn, New York 11230

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IN WITNESS WHEREOF, I have signed this Certificate on this 29th day of October, 1998, and I affirm the statements contained herein as true, under penalties of perjury.

  
\_\_\_\_\_  
Judy Eckstein, President  
Magnolia Realty Inc., General Partner


Before me the undersigned appeared constituting all of the General Partners of SouthSide Plaza Limited Partnership, a New York Limited Partnership, hereafter referred to as the Partnership, who upon being sworn, certified the following:

[1] The amount of capital contributions by each limited partner of the Limited Partnership is as follows:

Eckstein Family Partnership, L.P.  
\$ 100.00 contributed

[2] The anticipated amount of capital contributions of the Limited Partnership that is to be allocated for transacting business in the State of Florida is \$ 100.00.

IN WITNESS WHEREOF, I have read this further affidavit and declare, under penalties of perjury, the facts alleged to be true to the best of my knowledge and belief.

  
\_\_\_\_\_  
Judy Eckstein, President  
Magnolia Realty Inc., General Partner

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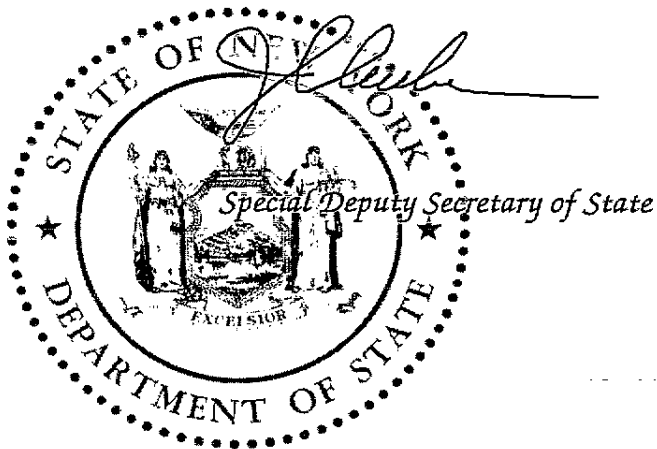
**State of New York** | **ss:**  
**Department of State**

I hereby certify, that MAGNOLIA PARK ASSOCIATES, L.P. a New York limited partnership, filed a certificate of limited partnership pursuant to Section 121-201 of the Partnership Law, on 12/22/1992, and that the limited partnership is subsisting so far as shown by the records of the Department.

The limited partnership has filed the proofs of publication under Section 121-201(c) of the Partnership Law.

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*Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 27th day of October  
one thousand nine hundred and  
ninety-eight.*



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