

B9800000683

JAMES H. BERICK  
SAMUEL S. PEARLMAN  
OSBORNE MILLS, JR.  
WILLIAM M. MILLS  
PAUL J. SINGERMAN  
GARY S. DESBERG  
DANIEL G. BERICK  
EDMUND G. KAUNTZ

BERICK, PEARLMAN & MILLS  
A LEGAL PROFESSIONAL ASSOCIATION  
1350 EATON CENTER  
1111 SUPERIOR AVENUE  
CLEVELAND, OHIO 44114-2569  
(216) 861-4900  
FAX (216) 861-4929

CHRISTINE A. MURPHY  
LAURA D. NEMETH  
DEBORAH A. SMITH  
TERENCE L. THOMAS  
RAPHAEL J. OMERZA  
JENNIFER L. DEGRAW  
BRYAN H. FALK  
ALEXANDER G. BURLINGAME

E-mail: falk@bericklaw.com

November 20, 1998

VIA FEDERAL EXPRESS

Qualification / Tax Lien Section  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

800002695248--3

-11/24/98--01045--007

\*\*\*1785.00 \*\*\*1785.00

TRANSMITTAL LETTER

Re: The TC-Twelve Oaks Company; and  
The TC-Windermere Lakes Company

Dear Sir or Madam:

In order to register the two (2) Maryland general partnerships referenced above, please find enclosed the following:

1. "Partnership Registration Statement" with a firm check in the amount of \$50.00 for The TC-Twelve Oaks Company;
2. "Partnership Registration Statement" with a firm check in the amount of \$50.00 for The TC-Windermere Lakes Company;
3. "Partnership Registration Statement" with a firm check in the amount of \$50.00 for The TC Property Company II;
4. "Application by Foreign Corporation for Authorization to Transact Business in Florida", a Certificate of Existence and a firm check in the amount of \$70.00 for The Town and Country Holding Corporation II;
5. "Application by Foreign Limited Partnership for Authorization to Transact Business in Florida", an "Affidavit of Capital Contributions for Foreign Limited Partnership" and a firm check in the amount of \$1785.00 for The TC Operating Limited Partnership;

B98-683

Name	2-24
Availability	
Document Examiner	
Updater	
Updater Verifier	
W. P. Verifier	

FILED  
NOV 24 PM 4:30  
TALLAHASSEE, FLORIDA  
STATE

FF\$1785.00

BERICK, PEARLMAN & MILLS


A LEGAL PROFESSIONAL ASSOCIATION

Qualification / Tax Lien Section  
Division of Corporations  
November 18, 1998  
Page 2

6. "Application by Foreign Corporation for Authorization to Transact Business in Florida", a Certificate of Existence and a firm check in the amount of \$70.00 for The Town and Country Oriole Corporation; and
7. "Application by Foreign Corporation for Authorization to Transact Business in Florida", a Certificate of Existence and firm check in the amount of \$350.00 for The Town and Country Trust.

Please return all correspondence concerning this matter to the undersigned at the above address. Please do not hesitate to call me collect should you have any questions in respect of this matter.

Sincerely,

  
Bryan H. Falk

Enclosures

cc: Samuel S. Pearlman, Esq.

FILED  
98 NOV 24 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

1. The TC Operating Limited Partnership  
(Name of limited partnership as it is in the home state)

2. The Town and Country Management Company, 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.")

3. Maryland 4. August 18, 1993  
(State of Formation) (Date of Formation)

5. CT 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:

CT CORPORATION SYSTEM Joyce A. Gilbert  
(Agent must sign on this line) JOYCE A. GILBERT  
ASSISTANT SECRETARY

8. 100 South Charles Street, Suite 1700  
Baltimore, Maryland 21201  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS D98-53 STREET ADDRESS  
The Town and Country Trust  
100 South Charles Street, Suite 1700, Baltimore, Maryland 21201

The Town and Country Oriole Corporation F98-6569  
100 South Charles Street, Suite 1700, Baltimore, Maryland 21201

10. 100 South Charles Street, Suite 1700, Baltimore, Maryland 21201  
(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

98 NOV 24 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

12. 100 South Charles Street, Suite 1700

Baltimore, Maryland 21201

(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.

Signed this 17<sup>th</sup> day of November, 19 98



The Town and Country Oriole Corporation  
STATE OF OHIO General Partner; By: Daniel G. Berick, Secretary

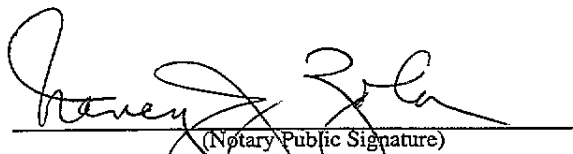
COUNTY OF CUYAHOGA

On this 17<sup>th</sup> day of November, 19 98

Daniel G. Berick, Secretary of The Town and Country Oriole Corporation personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_



(Notary Public Signature)

NANCY J. ZOLA, Notary Public  
State of Ohio, Cuyahoga County  
My Commission Expires April 13, 2003

(Notary's Printed Name)

Seal

My Commission Expires: \_\_\_\_\_

FILED  
98 NOV 24 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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


Daniel G. Berick, Secretary of  
The Town and Country Oriole Corporation

BEFORE ME the undersigned personally appeared \_\_\_\_\_  
a general partner of The TC Operating Limited Partnership, a ~~(an)~~ Maryland  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 31,706,235.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 31,706,235.

*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.*

Signed this 17<sup>th</sup> day of November, 19 98.



The Town and Country Oriole  
Corporation

General Partner ; By: Daniel G. Berick, Secretary

STATE OF OHIO

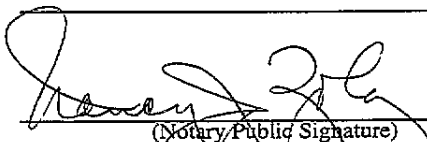
COUNTY OF CUYAHOGA

On this 17<sup>th</sup> day of November, 19 98,

Daniel G. Berick, Secretary of The Town and Country Oriole Corporation, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_



(Notary Public Signature)  
**NANCY J. ZOLA, Notary Public**  
State of Ohio, Cuyahoga County  
My Commission Expires April 13, 2003

(Notary's Printed Name)

FILED  
98 NOV 24 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Seal

My Commission Expires: