

Document Number Only

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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

400002793164--7

-03/03/99--01044--013

*****96.25 *****96.25

LP - \$1,697.50

Terrabrook Vista Lakes, L.P.

☐ Profit
☐ NonProfit
☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of R.A.

☐ Limited Liability Partnership

☐ UCC-1 UCC-3

☐ Certified Copy

☐ Photo Copies

☒ UCCS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

99 MAR -3 PM 1:17

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Name
Availability

Document
Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier

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Filed Stamp

Thanks, Melanie

MAR 3 -

DIVISION OF CORPORATIONS

99 MAR -3 AM 11:30

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***1697.50 ***1697.50

CR2E031 (1-89)

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. Terrabrook Vista Lakes, L.P.
(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. February 12, 1999
(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:

Connie Bryan, Connie Bryan, Special Asst. Secretary
(Agent must sign on this line)

8. 599 Lexington Avenue, Suite 3800

New York, NY 10022
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Terrabrook Vista Lakes GP, L.L.C.

3030 LBJ Freeway
LB-6, Suite 1500
Dallas, TX 75234

1199-305

10. 3030 LBJ Freeway, LB-6, Suite 1500, Dallas, Texas 75234
(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. 3030 LBJ Freeway, LB-6, Suite 1500

Dallas, Texas 75234

(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 2nd day of March, 19 99

TERRABROOK VISTA LAKES GP, L.L.C., General Partner

By:

Scott H. Raskin
Secretary

General Partner



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DIVISION OF CORPORATIONS
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STATE OF TEXAS

COUNTY OF DALLAS

On this 2nd day of March, 19 99

Scott H. Raskin, Secretary of

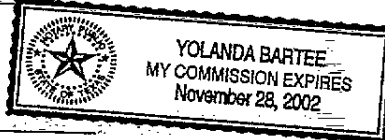
Terrabrook Vista Lakes GP, L.L.C.

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of

(Notary Public Signature)



(Notary's Printed Name)

Seal

My Commission Expires:

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Scott H. Raskin, Secretary of Terrabrook Vista Lakes GP, L.L.C.
The general partner of Terrabrook Vista Lakes, L.P., a ~~(an)~~ Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

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1. The amount of capital contributions of the limited partners is \$ 6,759,324.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 6,759,324.00

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 2nd day of March, 19 99

TERRABROOK VISTA LAKES GP, L.L.C., General Partner



BY: Scott H. Raskin
Scott H. Raskin General Partner
Secretary

STATE OF TEXAS

COUNTY OF DALLAS

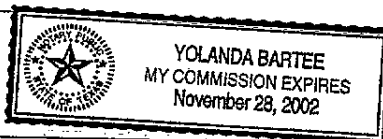
On this 2nd day of March, 1999

Scott H. Raskin, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Yolanda Bartee
(Notary Public Signature)



(Notary's Printed Name)

Seal

My Commission Expires: