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A/S

FILED
99 MAR 17 PM 1:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
WILLIAM G. HAMMICK, III

DANA GARRETT DIMENT
J. NEVIN SMITH

SMITH & DIMENT

A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW
402 NEWMAN STREET
CARROLLTON, GEORGIA 30117
(770) 834-1160
Facsimile (770) 834-1190

E Mail: HUCK402@AOL.COM

March 9, 1999

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

300002801053--3
-03/10/99-01074-011
***1845.25 ***1845.25

RE: SLD-SARASOTA, L.P. Authorization to Transact Business in Florida

Dear Registration:

Enclosed are the following completed documents for your consideration:

1. Application by Foreign Limited Partnership for Authorization to Transact Business in Florida;
2. Affidavit of Capital Contributions for a Foreign Limited Partnership;
3. A Certificate of Limited Partnership Filing in the State of Georgia;
4. A Certified Copy of SLD-SARASOTA, L.P. in the State of Georgia;
5. A Certificate of Existence in the State of Georgia.

Our office has also enclosed a check in the amount of \$1,845.25 for the following:

- | | | |
|----|-------------------------|------------|
| 1. | Filing Fee: | \$1,750.00 |
| 2. | Registered Agent Fee: | \$ 35.00 |
| 3. | Certified Copy: | \$ 52.50 |
| 4. | Certificate under Seal: | \$ 8.75 |
| | | \$1,845.25 |

Should you have any questions or comments regarding same, please do not hesitate to contact me at (770) 834-1160. All inquiries and certificates should be directed to:

B99-127

Attention: Cathy E. Stembridge
Smith & Diment
402 Newman Street
Carrollton, GA 30117

Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

397 228 CC
230 CC
251 CC

3/18

Very truly yours,

Cathy E. Stembridge
Assistant to J. Nevin Smith

FILING 1750.00
COPY 61.25
R AGENT 35.00
TOTAL 1846.25
BALANCE DUE \$

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

1. SLD-SARASOTA, 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. Georgia

(State of Formation)

4. 03/05/99

(Date of Formation)

5. Michael Lozoff

(Name of Registered Agent for Service of Process)

Herzfeld & Ruben6. 801 Drickall Road, Suite 1501

(Street Address of Registered Office)

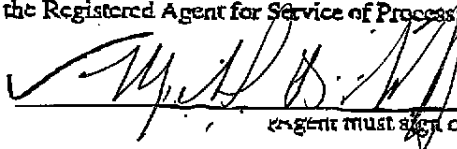
Miami

(City)

Florida33131

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process



(Agent must sign on this line)

8. 6640 Powers Ferry Road, Suite 100Atlanta, GA 30339

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

SLD Properties, LLC, 6640 Powers Ferry Road, Suite 100, Atlanta, GA 30339
10. 6640 Powers Ferry Road, Suite 100, Atlanta, GA 30339

(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

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03/05/99

16:15

1 404 834 1190

SMITH & DIMENT

002

12, 6640 Powers Ferry Road, Suite 100, Atlanta, GA 30339

(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 5th day of March, 1999

SLD Properties, LLC

By: Joseph H. Harman, General Partner of manager of authorized member

STATE OF Georgia

COUNTY OF Fulton

On this 5th day of March, 1999

Joseph H. Harman 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)



Commission Expires: 8/12/01

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Joseph H. Harman
a general partner of SLD-SARASOTA, L.P., a (an) Registered Agent
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$1,000,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$1,000,000.00

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.

Signed this 5th day of March, 19 99

SLD Properties, LLC

By: [Signature]
General Partner

Joseph H. Harman, President of Manager of Authorized Member

STATE OF Georgia

COUNTY OF Fulton

On this 5th day of March, 1999

Joseph H. Harman, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

Carlson
(Notary Printed Name)



My Commission Expires:

8/12/01

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TALLAHASSEE, FLORIDA