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CLARION

July 19, 1999

Qualification/Tax Lien Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-07/26/99-01036-014
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RE: Registration of Out of State Limited Partnership

Dear Sir or Madame:

Please accept our Application By Foreign Limited Partnership for Authorization to Transact Business in Florida for Clarion Development Limited Partnership. We have included with this application a check for \$96.25 (\$52.50 Filing Fee, \$35 Designation of Registered Agent, and \$8.75 for a Certificate Under Seal). Also please find an Application for a Foreign Corporation to Transact Business in Florida as the general partner is Clarion Development, Inc. - a corporation. We have included with that application a check for \$78.75 (\$70 Filing Fee and \$8.75 Certificate of Status).

Please direct all correspondence and questions to:

Laura Roth
Clarion Development
7 Wysteria Drive
Olympia Fields, IL 60461
(708)747-4334 Phone/(708)747-4370 Fax

Thank you.

Sincerely,

Daniel C. Bartok

Daniel C. Bartok
President

DCB/lr

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CLARION DEVELOPMENT, INC.

CLARION DEVELOPMENT
7 Wysteria Drive
Olympia Fields, IL 60461

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

1. Clarion Development Limited Partnership
(Name of limited partnership as it is in the home state)
2. Clarion Development Limited Partnership
(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.")

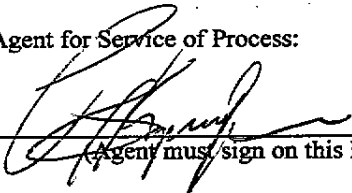
3. Illinois 4. 3/8/89
(State of Formation) (Date of Formation)

5. Paul Kupfer
(Name of Registered Agent for Service of Process)

6. 1700 University Dr.
(Street Address of Registered Office)

Coral Springs, Florida 33071
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:


(Agent must sign on this line)

8. 7 Wysteria Drive

Olympia Fields, IL 60461
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

Clarion Development, Inc. 7 Wysteria Drive, Olympia Fields, IL 60461

10. Clarion Development, 7 Wysteria Drive, Olympia Fields, IL 60461
(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.

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12. 7 Wysteria Drive

Olympia Fields, IL 60461

(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 April, 19 99

Daniel C. Bartok
General Partner

President, Clarion Development, Inc.

STATE OF Illinois

COUNTY OF Cook

On this 5th day of April, 19 99

Daniel C. Bartok personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

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Laura L. Roth
(Notary Public Signature)

Laura L. Roth
(Notary's Printed Name)



My Commission Expires: 10/15/01

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Daniel C. Bartok, President, Clarion Development, Inc.
a general partner of Clarion Development Limited Partnership a(n) Illinois
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 300,100.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

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 April, 1999.

Daniel C. Bartok
General Partner President, Clarion Development, Inc.

STATE OF Illinois

COUNTY OF Cook

On this 5th day of April, 19 99,

Daniel C. Bartok, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Laura L. Roth
(Notary Public Signature)

Laura L. Roth
(Notary's Printed Name)



My Commission Expires: 10/15/01

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DIVISION OF RECORDS

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

The undersigned constituting all of the general partners of _____

Clarion Development Limited Partnership

an ~~Illinois~~ ^{Florida} Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 300,100.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ Ø

Signed this 5th day of April, 19 99

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

David C. Bantah
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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DIVISION
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