

B9900000363

AKRIDGE & BALCH, P.C.
ATTORNEYS AT LAW
750 NORTH DEAN ROAD, SUITE 300
P. O. DRAWER 3738
AUBURN, ALABAMA 36831-3738

J. EDGAR AKRIDGE, JR.*
RUSSELL C. BALCH**
EMILY BRISCOE***
ROBERT T. TREESE, III

TELEPHONE (334) 887-0884
FAX (334) 887-2380
EMAIL: auburnlaw@akridgebalch.com

*ALSO ADMITTED IN FLORIDA
**ALSO ADMITTED IN MICHIGAN AND
THE DISTRICT OF COLUMBIA
***ALSO ADMITTED IN OHIO

September 30, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000003004600--7
-10/04/99--01117--004
****148.75 ****148.75

RE: Application by Fairfield Lakes, L.P., an Alabama Limited Partnership to Transact Business in Florida

Ladies and Gentlemen:

B99-363

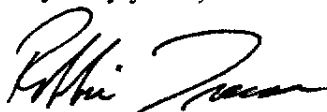
Enclosed please find the Application described above, an Affidavit of Capital Contributions for a Foreign Limited Partnership, a Designation of Registered Agent and Office for an Alien Business Organization or Foreign Corporation and a check in the amount of \$148.75 for the application fee, designation of registered agent fee, certified copy fee and the fee for a certificate under seal.

Please forward the certified copy, certificate, and all other relevant documents to me at my office address listed above. You may contact me during the day with any inquiries at (334) 887-0884.

Please also note that the limited partnership, Fairfield Lakes, L.P., has as its general partner Fairfield Lakes Partners, Inc., a corporation organized and existing under the laws of the State of Alabama. Pursuant to Chapter 620, Florida Statutes, I sent the application to register said corporate general partner in Florida to the Qualification/Tax Lien Section of the Division of Corporations on September 30, 1999. Please be so kind as confirm said filing before returning the enclosed documents to me for failure to register the corporate general partner.

Naturally, don't hesitate to contact me if you have any questions.

Very truly yours,



Robbie Treese
Attorney at Law

/rtt
encl.

CC + CUS

FILED
99 OCT -4 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

3/8

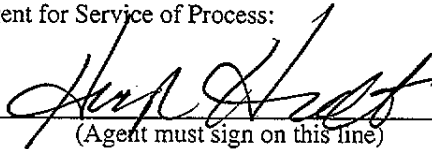
**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Fairfield 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. Alabama 4. September 9, 1999
(State of Formation) (Date of Formation)

5. Hugh Hiott
(Name of Registered Agent for Service of Process)

6. 205 East Intendencia
(Street Address of Registered Office)
- Pensacola 32501
(City) Florida (Zip Code)

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


(Agent must sign on this line)

8. 730 North Dean Road, Suite 200
Auburn, AL 36830
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS f99-5203 STREET ADDRESS

Fairfield Lakes Partners, Inc., 730 North Dean Road, Suite 200, Auburn, AL 36830

10. 730 North Dean Road, Suite 200, Auburn, AL 36830
(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

FILED
99 OCT -4 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. 730 N. Dean Road, Suite 200 AUBURN, ALABAMA 36830

(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 29th day of September, 19 1999.

FAIRFIELD LAKES PARTNERS, INC.

BY: [Signature], President
General Partner

STATE OF ALABAMA

COUNTY OF LEE

On this 29th day of September, 19 99.

MILES HILL, JR.

personally appeared before me,

☒ who is personally known to me

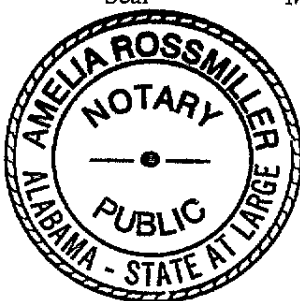
☐ whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

AMELIA ROSSMILLER
(Notary's Printed Name)

Seal

My Commission Expires: _____



MY COMMISSION EXPIRES APRIL 27, 2002

FILED
99 OCT -4 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Miles Hill, Jr., President of Fairfield Lakes Partners, Inc.
a general partner of Fairfield Lakes, L.P., a (an) Alabama
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 99.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 99.00.

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 29th day of September, 19 99.

Fairfield Lakes Partners, Inc.,

BY: [Signature], President
General Partner

STATE OF ALABAMA

COUNTY OF LEE

On this 29th day of September, 19 1999

Miles Hill, Jr., personally appeared before me,

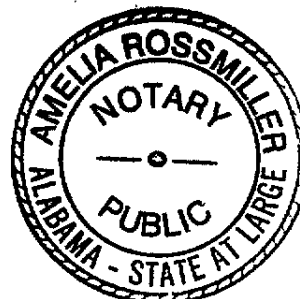
☒ who is personally known to me

☐ whose identity I proved on the basis of _____

FILED
99 OCT -4 PM 1:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

[Signature]
(Notary Public Signature)

AMELIA ROSSMILLER
(Notary's Printed Name)



Seal

My Commission Expires:

MY COMMISSION EXPIRES APRIL 27, 2002