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(City/State/Zip/Phone #)

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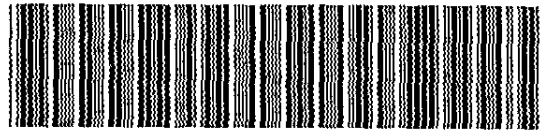
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JP
7-26-04

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AKTIVA Verwaltungs GmbH & Co. Dritte Vermoegensanlage KG
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Stacy A.D. Dunn
(Name of Person)
S&K property Management, Inc.
(Firm/Company)
150 Alhambra Circle, Suite 800
(Address)
Coral Gables, FL 33134
(City/State and Zip code)

For further information concerning this matter, please call:

Stacy A.D. Dunn at (305) 476.0955
(Name of Person) (Area Code & Daytime Telephone Number)

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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

July 9, 2004

STACY A.D. DUNN
S&K PROPERTY MANAGEMENT, INC.
150 ALHAMBRA CIR, STE 800
CORAL GABLES, FL 33134

SUBJECT: AKTIVA VERWALTUNGS GMBH & CO. DRITTE
VERMOEGENSANLAGE KG
Ref. Number: W04000026290

We have received your document for AKTIVA VERWALTUNGS GMBH & CO.
DRITTE VERMOEGENSANLAGE KG and your check(s) totaling \$1872.50.
However, the document has not been filed and is being retained in this office for
the following:

The first page of the application is missing. Please complete the enclosed form.

Please return your document, along with a copy of this letter, within 60 days or
your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 004A00044158

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SECRET
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. AKTIVA Verwaltungs GmbH (Corporation)

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

AKTIVA Verwaltungs GmbH, Inc.

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Germany

(State or country under the law of which it is incorporated)

3. Pending

(FEI number, if applicable)

4. June 19, 1998

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. "upon qualification"

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. Feldbergstrasse 38, D-60323 Frankfurt am Main, Germany

(Principal office address)

c/o S&K Property Management, Inc. 150 Alhambra Circle, Suite 800

(Current mailing address)

Coral Gables, FL 33134

8. To act as the General Partner (Manager) of Limited Partnership and
Administrator of
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida) assets

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: S&K Property Management, Inc.

Office Address: 150 Alhambra Circle, Suite 800

Coral Gables

(City)

, Florida

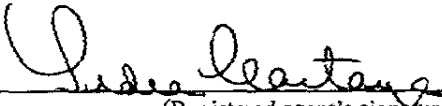
33134

(Zip code)

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TALLAHASSEE, FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

Lidia Cartaya

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: Gottfried Matter

Address: Feldbergstrasse 38

D-60323 Frankfurt am Main

Director: _____

Address: _____

B. OFFICERS

President: Gottfried Matter

Address: Feldbergstrasse 38

D-60323 Frankfurt am Main

Vice President: N/A

Address: _____

Secretary: Lidia Cartaya, General Manager

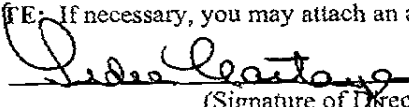
Address: 150 Alhambra Circle, Suite 800, Coral Gables, FL 33133

Treasurer: _____

Address: _____

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TALLAHASSEE, FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Director or Officer listed in number 12 of the application)

14. Lidia Cartaya, General Manager
(Typed or printed name and capacity of person signing application)

HR A 30764

Nr. der Eintragung	a) Firma b) Ort der Niederlassung (Sitz der Gesellschaft) c) Gegenstand des Unternehmens (bei juristischen Personen)	Geschäftsinhaber Persönlich haftende Gesellschafter Vorstand Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Umschreibung b) Bemerkungen
1	2	3	4	5	6

a) AKTIVA Verwaltungs GmbH & Co.
Dritte Vermögensanlage KG
b) Frankfurt am Main

AKTIVA Verwaltungs GmbH
Sitz: Frankfurt am Main
(Anteigericht Frankfurt am Main,
HRB 51632)

Kommanditgesellschaft.
Die Gesellschaft hat am 26.11.2002 begonnen.
Jeder persönlich haftende Gesellschafter hat Alleinvertretungsrecht.
Kommanditist:
1. Jochen Schäfer, geb. 26.08.1971, Zürich, Schweiz
mit einer Einlage von 1.000,00 EUR.

a) 19.12.2002
(Rausch)

KG

Kommanditist:
2. Gottfried Matter, geb. 26.12.1936, Frankfurt am Main,
Einlage: 1.000,00 EUR.

a) 30.12.2003
(Pelz)

Kommanditistin:
3. Gabriele Luh, geb. 12.05.1949, Frankfurt am Main,
Einlage: 1.734.760,00 EUR.

a) 20.1.2004
(Pelz)

County Court			Frankfurt /Main			HR A 30764	
No.	a) Firm b) Domicile c) Objective of the Company	Personally Liable Partner, General Partner, Managing Member, Board of Directors, Liquidator	Power of Procuration	Legal Relationship	a) Date of Entry and Signature b) Remarks		
1	2	3	4	5	6		
1	a) AKTIVA Verwaltungen GmbH & Co. Dritte Vermögensanlage KG b) Frankfurt am Main	AKTIVA Verwaltungen GmbH Domicile: Frankfurt am Main (County Court Frankfurt am Main, HRB 51632)		Private Limited Company. The company commenced on November 26, 2002. Each general partner has the sole right of representation. Limited Partner: 1. Jochen Schäfer, born 08/26/1971, Zurich, Switzerland, with a capital contribution of EUR 1,000.00.	a) 12/19/2002 signed: Rausch (Rausch)		
2				Limited Partner: 2. Gotfried Matter, born 12/26/1936, Frankfurt am Main, with a capital contribution of EUR 1,000.00.	a) 12/30/2003 signed: Pelz (Pelz)		
3				Limited Partner: 3. Gabriele Luh, born 05/12/1949, Frankfurt am Main, with capital contributions of EUR 1,734,760.00	a) 01/20/2004 signed : Pelz (Pelz)		
						Continuation on Reverse	

County Court			Frankfurt /Main			HR A 30764	
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County Court			Frankfurt /Main			HR A 30764	
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