
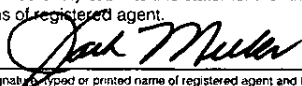
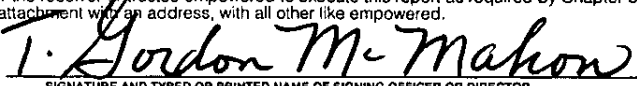


# 2005 FOR PROFIT CORPORATION REINSTATEMENT

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<b>DOCUMENT # P98000017638</b> 1. Entity Name 11737 CENTRAL PARKWAY, INC.						05 DEC -7 PM 1:40 SEC. OF STATE TALLAHASSEE, FLORIDA 05			
Principal Place of Business 11737 CENTRAL PARKWAY A JACKSONVILLE, FL 32224 US		Mailing Address 11737 CENTRAL PARKWAY A JACKSONVILLE, FL 32224 US							
2. Principal Place of Business 1300 Riverplace Blvd. Suite, Apt. #, etc. Suite #300 City & State Jacksonville, Fl		3. Mailing Address 1354 N Laura Street Suite, Apt. #, etc. City & State Jacksonville, Fl		4. FEI Number 59-3551365				Applied For Not Applicable	
Zip 32207 Country USA		Zip 32206 Country USA		5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required				1232005 REIN-P CR2E098 (6/04)	
6. Name and Address of Current Registered Agent  PORTER, PAUL C 11737 CENTRAL PARKWAY, STE A JACKSONVILLE, FL 32224				7. Name and Address of New Registered Agent Name Jack Meeks c/o Meeks, Ross, Paulk Street Address (P.O. Box Number is Not Acceptable) 1354 N Laura Street City Jacksonville FL Zip Code 32206					
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.									
SIGNATURE  <small>Signature typed or printed name of registered agent and title if applicable.</small>				(NOTE: Registered Agent signature required when reinstating) DATE 11/23/05					
<b>FILE NOW!!! FEE IS \$750.00</b> <b>After January 1, 2006, Fee will be \$900.00</b>									
10. OFFICERS AND DIRECTORS				11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11					
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSTD PORTER, PAUL C <input checked="" type="checkbox"/> Delete 11737 CENTRAL PARKWAY, STE A JACKSONVILLE, FL 32224			TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSTD T. Gordon McMAHON <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition 350 East 79th Street, Apt 37B New York, NY 10021				
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Delete			TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition				
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.									
SIGNATURE:  <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR</small>				Date 12/1/05 Daytime Phone # 917-327-0013					

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IN THE CIRCUIT COURT OF THE  
SEVENTH JUDICIAL CIRCUIT IN AND  
FOR ST JOHNS COUNTY, FLORIDA

CASE NO: CA-04-335  
DIVISION: 55

T. GORDON McMAHON,

Plaintiff,

v.

PAUL C. PORTER and CHERYL A.  
PORTER, his wife; 11737 CENTRAL  
PARKWAY, INC., a Florida corporation  
and PORTER PLACE, LTD., a Florida  
Limited Partnership

Defendants.

ORDER APPOINTING RECEIVER

THIS CAUSE having come before the Court on January 27, 2005, on Plaintiff's Motion for the Appointment of a Receiver and the Court having considered the Motion, having heard the testimony of witnesses and received documentary evidence, it is, upon consideration:

**FINDINGS OF FACT:**

1. The Defendant in the Amended Complaint, 11737 Central Parkway, Inc. is the corporate general partner of Defendant Porter Place, Ltd., a Florida Limited Partnership.
2. The single asset of the above limited partnership is a parcel of real property located on State Road A1A in St. Johns County, Florida which is the subject of a purchase and sale agreement, as amended, as attached to the subject motion.

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3. The Plaintiff in this case hold a substantial interest as a shareholder in the corporate general partner and as a limited partner in the limited partnership.

4. The testimony of Plaintiff establishes substantial breaches of fiduciary duties over a period of time by the corporate general partner, as the controlling "person" of the limited partnership agreement and further establishes the purchase agreement is in jeopardy of a material breach on the part of the limited partnership seller by the actions, or failure to act by the corporate general partner.

5. The underlying mortgage on the subject real property has matured and is in default for non-payment.

6. Plaintiff has established a sufficient interest in the sole asset of the limited partnership to support the appointment of a receiver.

WHEREFORE, based on the above findings, Plaintiff's motion is **GRANTED**, and the Court

**Orders as follows:**

7. Mr. Jack Meeks, CPA, is hereby appointed as a limited receiver to take charge of and manage the real property described as follows:

A part of Section 46, Township 4 South, Range 29 East, St. Johns County, Florida, more particularly described as follows:

For a point of reference, commence at the Northeast corner of said Section 46; thence run South 75 degrees 17' 25" West, along the Northerly line of said Section 46, a distance of 682.85 feet to the Southwesterly right of way line of the 200 foot right of way of proposed State Road A1A Alternate and the point of beginning; thence continue South 75 degrees 17' 25" West, a distance of 313.53 feet; thence run South 8 degrees 37' 50" East, a distance of 395.14 feet; thence run North 71 degrees 22' 10" East, a distance of 527.55 feet to the said Southwesterly right of way line of proposed State Road A1A Alternate; thence run Northerly along said right of way line, said right of way line being a curve to the right having a radius of 2010.08 feet, a chord bearing of North 41 degrees 39' 54" West and a chord distance of 236.28 feet to the point of tangency of said curve; thence run North 38 degrees 17' 45" West,

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along said Southeasterly right of way line of proposed State Road A1A Alternate, a distance of 159.58 feet to the point of beginning.

Containing 3.61 acres, more or less, and

including all right and power of the corporate general partner, 11737 Central Parkway, Inc. and the limited partnership, Porter Place, Ltd. to sell said real estate under that certain purchase agreement dated September 8, 2003, and all subsequent amendments thereto, and to collect and receive the proceeds of said sale, less customary and ordinary expenses incurred by the seller, and less and except amounts necessary to satisfy all mortgages and liens of record and to employ such agents and/or attorneys to effect compliance with the purchase agreement, as amended, and take over all bank accounts of Porter Place Limited. The Receiver shall place such proceeds in an account at a commercial bank located in St. Johns County, Florida in the name of Jack Meeks, CPA, as Receiver, pending further order of this Court.

8. ~~The receiver shall provide monthly accountings to the parties to this cause and their~~ respective counsel of record.

9. Defendants Paul C. Porter and Cheryl Porter, his wife, and any persons acting though or on their behalf are hereby enjoined from collecting any proceeds derived from the sale of the above described real property and, as well, from interfering in any manner with said real property or the receiver's possession, management and/or operation of the real property during the pendency of the receivership.

10. The Receiver, or any party to this action may, on proper and sufficient notice to all parties who have appeared in this action, apply to this Court for further instructions deemed

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necessary to enable the Receiver to perform his duties properly, to expand or restrict the Receiver's duties or to terminate the receivership.

11. The Receiver shall be paid a reasonable and customary fee to be set by the Court from the proceeds of the anticipated sale of the property, or, if necessary, by the Plaintiff in this cause.

12. A bond shall be posted in the principal sum of \$ waved, in a form consistent with Fla.R.Civ.P. 1.960.

13. The appointment of the Receiver is effective as of 9:30 o'clock am/pm as of date of this Order.

14. In the event counsel for Mr. Paul C. Porter has, or will withdraw, the Court directs that a true and correct copy of this Order be served on Mr. Porter by any person or firm authorized to serve subpoenas under the laws of the state of Florida, such service to be initiated by Plaintiff's counsel. Lack of service shall not affect the validity or enforceability of this Order.

DONE and ORDERED at St. Johns County, Florida, this 27 of January, 2005.



CIRCUIT JUDGE

cc: William G. Cooper, Esq.  
Cooper Ridge & Lantinberg, PA  
200 West Forsyth Street - Suite 1200  
Jacksonville, Florida 32202

Steven E. Brust, Esq.  
Smith, Gambrell & Russell, LLP  
50 North Laura Street - Suite 2600  
Jacksonville, Florida 32202

Mr. Jack Meeks, CPA  
MRP Business Solutions Group, Inc.  
1300 Riverplace Boulevard - Suite 300  
Jacksonville, FL 32207