

B04 00000500

2004 NOV 17 P 4 13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

W04-39185

Office Use Only



000041778530

10/21/04--01040--017 **\$2.50

000041778530
11/17/04--01006--007 **\$5.00



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

FILED

2004 NOV 17 P 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 25, 2004

DAVID FRIZELL
450 MAIN ST.
METUCHEN, NJ 08840

SUBJECT: MAIN STREET METUCHEN, LTD.
Ref. Number: W04000039185

We have received your document for MAIN STREET METUCHEN, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$35.00.

The registered agent must sign accepting the designation.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 104A00061236

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

FILED

1. Main Street Metuchen, Ltd.

(Name of limited partnership as it is in the home state)

2004 NOV 17 P 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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. NEW JERSEY

(State of Formation)

4. _____

(Date of Formation)

5. A1A REGISTERED AGENT INC.

(Name of Registered Agent for Service of Process)

6. 92 SADBERRY RD.

(Street Address of Registered Office)

QUINCY

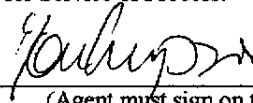
(City)

Florida

32351

(Zip Code)

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



(Agent must sign on this line)

8. DAVID J. FRIZELL 450 MAIN ST. METUCHEN, NJ 08840

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

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

DAVID J. FRIZELL 450 MAIN ST. METUCHEN, NJ 08840

10. 450 MAIN ST. METUCHEN, NJ 08840

(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

12. 450 MAIN ST. METUCHEN, NJ 08840

FILED

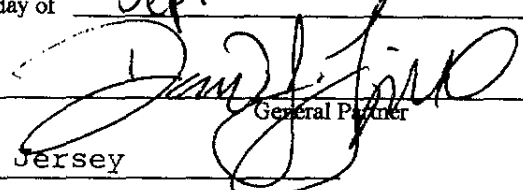
(Mailing Address of Limited Partnership)

2004 NOV 17 P 4: 14

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.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 28 day of Sept, 2004.


General Partner

STATE OF New Jersey

COUNTY OF Middlesex

On this 28th day of September, 2004.

David J. Frizell, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____


(Notary Public Signature)

LYNN GELFAND
NOTARY PUBLIC OF NEW JERSEY
(Notary's Printed Name)
My Commission Expires Feb. 20, 2009

Seal My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

FILED

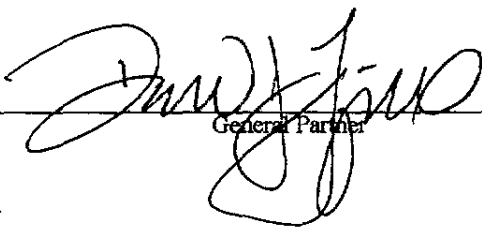
BEFORE ME the undersigned personally appeared DAVID J. FRIZELL
a general partner of Main Street Metuchen, Ltd., a (an) NEW JERSEY
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

2004 NOV 17 P 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The amount of capital contributions of the limited partners is \$ 0.
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 28 day of Sept, 2004.



General Partner

STATE OF New Jersey
COUNTY OF Middlesex

On this 28th day of September, 2004.

David J. Frizell, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____



(Notary Public Signature)

LYNN GELFAND
NOTARY PUBLIC OF NEW JERSEY
(Notary's Printed Name) My Commission Expires Feb. 20, 2009

Seal My Commission Expires: _____

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

MAIN STREET METUCHEN LTD.

600000504

With the Previous or Alternate Name
MSM, LTD. (Alternate Name)

I, the Treasurer of the State of New Jersey, do hereby certify that the above-named New Jersey Limited Partnership was registered by this office on March 29, 1985.

As of the date of this certificate, said business continues as an active business in good standing in the State of New Jersey, and its Annual Reports are current.

I further certify that the registered agent and registered office are:

*David J Frizell
450 Main St.
Metuchen, NJ 08840 0000*

Continued on next page . . .

STATE OF NEW JERSEY
DEPARTMENT OF TREASURY
SHORT FORM STANDING

MAIN STREET METUCHEN LTD.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and
affixed my Official Seal
at Trenton, this
4th day of October, 2004

A handwritten signature in cursive script, appearing to read "John E. McCormac".

John E McCormac, CPA
State Treasurer