

9212335 PRINCELAND DEVELOPMENT COMPANY, A CALIFD 06/22/92

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9212335
EFFECTIVE DATE: 06/22/1992
JURISDICTION : CALIFORNIA
REFERENCE : 0044
PRINT DATE : 06/24/1992
FORM NUMBER : 328

KEVIN J. BRODY
VALENSI, ROSE AND MAGARAM, PLF
1800 AVE. OF THE STARS, STE 1000
LOS ANGELES CA 90067

CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS

I, **MAX CLELAND**, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the foreign limited partnership

PRINCELAND DEVELOPMENT COMPANY, A CALIFORNIA LIMITED PARTNERSHIP

has been organized under the laws of the jurisdiction stated above and has filed an application meeting the requirements of Georgia law to transact business as a foreign limited partnership in this state.

WHEREFORE, by the authority vested in me as Secretary of State, the above named limited partnership is hereby granted, on the effective date stated above, this certificate of authority to transact business in the State of Georgia as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

CAT. NO. NN00737
TO 21946 CA (1-83)

TICOR TITLE INSURANCE

(Corporation)

STATE OF CALIFORNIA

COUNTY OF Orange } ss.

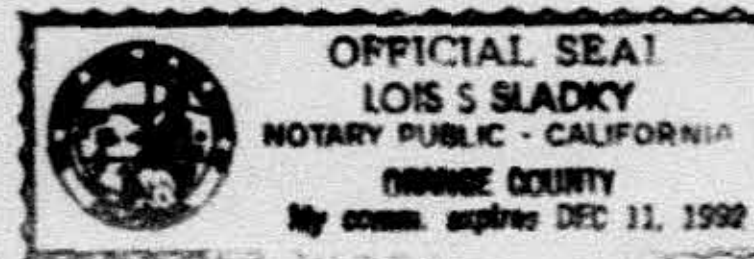
On Feb 17, 1992 before me, the undersigned, a Notary Public in and for
said State, personally appeared Lewis G. Herrmann

personally known to me or proved to me on the basis
of satisfactory evidence to be the person who executed
the within instrument as the ~~XXXXXXXXXXXXXXXXXXXX~~
President, ~~XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX~~

~~XXXXXXXXXXXXXXXXXXXX~~ personally known to me or
proved to me on the basis of satisfactory evidence to be
the person who executed the within instrument as the
~~XXXXXXXXXXXXXXXXXXXX~~ Secretary of the Corporation
that executed the within instrument and acknowledged
to me that such corporation executed the within instru-
ment pursuant to its by-laws or a resolution of its
board of directors.

WITNESS my hand and official seal.

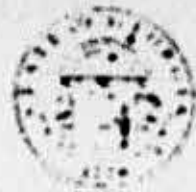
Signature Lois S. Sladky



(This area for official notarial seal)

STAPLE HERE

1000 684
820 28



Secretary of State

Business Services and Regulation

22 Martin Luther King, Jr. Dr., S.E.

Suite 315, West Tower

Atlanta, Georgia 30334

Max Cleland
SECRETARY OF STATE

H. Wayne Howell
DEPUTY
SECRETARY OF STATE

James F. Gullion
DIRECTOR
(404) 656-7810

Examiner: Ceraldine Sumas

Date: 3/3/97

RE: Princetonland Development Company, A California Limited

FOREIGN LIMITED PARTNERSHIP
APPLICATION FOR CERTIFICATE OF AUTHORITY RETURN

The application submitted to this office for a Certificate of Authority is being returned.

Pursuant to O.C.G.A. §14-9-907(c), "a foreign limited partnership that transacts business without registering as required by this article shall be liable to the state:

(1) For all fees which would have been imposed by this article upon such foreign limited partnership had it registered as required by this article; and

(2) If it has not registered within 30 days after the first day on which it transacts business in this state, for a penalty of \$500.00 for each year or part thereof during which it so transacts business."

You have stated on Form L100F, the Application for Certificate of Authority filed with this Office, that the limited partnership commenced business in Georgia on November 1, 1991. Therefore, the enclosed documents should be returned with a check payable to the Secretary of State in the amount of \$7,015.00. This total represents \$500 for each year during which the limited partnership was not qualified, plus annual registration fees which would have been assessed during those years.

These penalties are assessed pursuant to provisions of the Georgia Revised Uniform Limited Partnership Act, without discretion by the Secretary of State.

Should you have further questions, contact this Office at (404) 656-2811.

SECURITIES
(404) 656-2894

CEMETERIES
(404) 656-1079

CORPORATIONS
(404) 656-2817

CORPORATIONS HOT-LINE
(404) 656-2222
(outside Metro-Atlanta)

92 028

489 0002

VALENSI, ROSE & MAGARAM PROFESSIONAL LAW CORPORATION

1800 AVENUE OF THE STARS, SUITE 1000 LOS ANGELES, CA 90067-4212
TELEPHONE: 310/277-8011 NIGHT LINE: 310/277-8016 FAX: 310/277-1706

SUSAN ABRAHAM
KEVIN J. BRODY
ABRAHAM J. COLMAN**
MICHAEL C. FLYNN
JANICE FOGG
PHILIP J. GANZ, JR.
LAURIE SUSAN GORSLINE
MARGARET E. LENNON
MARK S. LEVIN
PHILIP S. MAGARAM*
MICHAEL R. MORRIS**
M. LAURIE MURPHY
SIDNEY R. ROSE
MARK HALLIWELL SMITH
STEPHEN G. VALENSI

*CERTIFIED SPECIALIST-TAXATION LAW
**ALSO ADMITTED TO PRACTICE IN ARIZONA
***ALSO ADMITTED TO PRACTICE IN NEW YORK

Our File No.: 27607021

June 24, 1992

Georgia Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
Attention: Geraldine Dumas, Examiner

Re: Princeland Development Company, a California
limited partnership

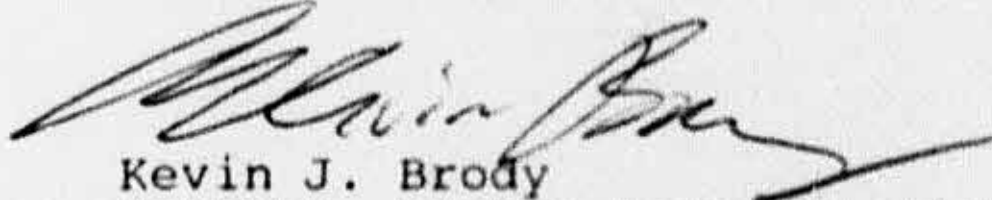
Dear Ms. Dumas:

I am writing with respect to the application of Princeland Development Company, a California limited partnership (the "Partnership") to register as a foreign limited partnership in the State of Georgia.

Pursuant to our telephone conversation of June 24, 1992, please be advised that Princeland Holdings, Ltd., a California corporation, which serves as the general partner of the Partnership, is not qualifying as a foreign corporation in the State of Georgia because its principal place of business is located in the State of California and because it is not transacting business in Georgia, except in its capacity as the general partner of the Partnership.

Please call me if you have any questions.

Very truly yours,


Kevin J. Brody
VALENSI, ROSE & MAGARAM, PLC

KJB/aml

cc: James Prause

SECRETARY OF STATE

JUN 30 9 42 AM '92

BSR (3)

VALENSI, ROSE & MAGARAM PROFESSIONAL LAW CORPORATION

1800 AVENUE OF THE STARS, SUITE 1000 LOS ANGELES, CA 90067-4212
TELEPHONE: 310/277-8011 NIGHT LINE: 310/277-8016 FAX: 310/277-1706

SUSAN ABRAHAM
KEVIN J. BRODY
ABRAHAM J. COLMAN**
MICHAEL C. FLYNN
JANICE FOGG
PHILIP J. GANZ, JR.
LAURIE SUSAN GORSLINE
MARGARET E. LENNON
MARK S. LEVIN
PHILIP S. MAGARAM*
MICHAEL R. MORRIS**
M. LAURIE MURPHY
SIDNEY R. ROSE
MARK HALLIWELL SMITH
STEPHEN G. VALENSI

*CERTIFIED SPECIALIST IN TAXATION LAW
**ALSO ADMITTED TO PRACTICE IN ARIZONA
***ALSO ADMITTED TO PRACTICE IN NEW YORK

Our File No.: 27607021

June 16, 1992

Georgia Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
Attention: Geraldine Dumas, Examiner

Re: **Princland Development Company, a California
limited partnership**

Dear Ms. Dumas:

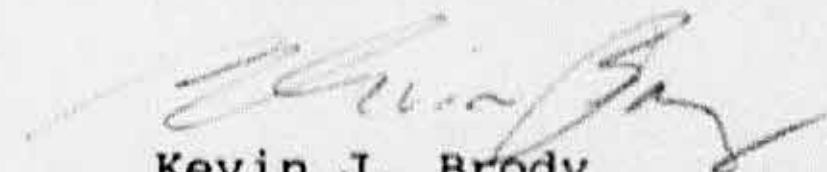
Reference is made to your letter of March 3, 1992, a copy of which is attached hereto, concerning the application of Princiland Development Company, a California limited partnership (the "Company") to register as a foreign limited partnership in the State of Georgia.

In accordance with your letter, enclosed herewith are the following items:

1. The Company's application to register as a foreign limited partnership in your state; and
2. A check in the amount of \$1,185.00 as payment of the necessary registration fees and assessed penalties.

Please stamp return the enclosed file copy of this letter in the envelope provided herewith to acknowledge your receipt of this filing.

Very truly yours,


Kevin J. Brody
VALENSI, ROSE & MAGARAM, PLC

KJB/aml

Enclosure
cc: James Prause

32652.1

92 028

489 0004



CT System

February 27, 1992

CT Corporation System
818 W. Seventh Street
Los Angeles, CA 90017
213 627 8252
Fax 213 614 9347

OFFICE OF THE SECRETARY OF STATE
Corporations Department
#2 Martin Luther King, Jr. Drive, S.E.
Suite 306, West Tower
Atlanta, GA 30334
Gentlemen:

RE: PRINCELAND DEVELOPMENT COMPANY, A CALIFORNIA LIMITED
PARTNERSHIP (California L.P.)

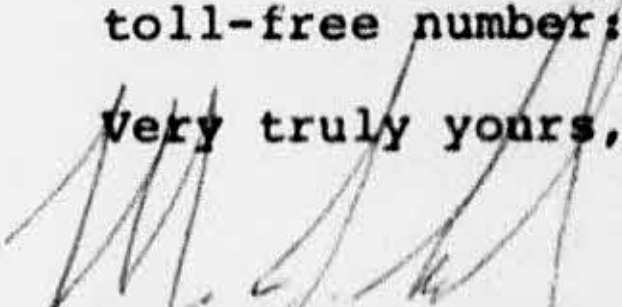
Pursuant to the instructions of counsel named below, we
enclose for filing on behalf of the above corporation(s)
document(s) and fee check(s) for the following purpose(s):

<input type="checkbox"/> Incorporation	<input type="checkbox"/> Qualification	<input type="checkbox"/> Withdrawal
<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger	<input type="checkbox"/> Change of Agent/Office
<input type="checkbox"/> Domestic	<input type="checkbox"/> Domestic	<input type="checkbox"/> Domestic
<input type="checkbox"/> Foreign	<input type="checkbox"/> Foreign	<input type="checkbox"/> Foreign
<input type="checkbox"/> Dissolution		<input checked="" type="checkbox"/> Other: REGISTRATION OF
<input type="checkbox"/> Statement of Intent		FOREIGN LIMITED PARTNERSHIP
<input type="checkbox"/> Certificate of Dissolution		

Unless indicated differently below, kindly return evidence
of filing to the undersigned.

If there are any problems, please call us at the following
toll-free number: 800-888-9207.

Very truly yours,


Maria J. Sandoval
 for **Thomas C. Totaro**
 COUNSEL: Candis C. Hoffman, Legal Asst.
 Valensi, Rose & Magaram
 1800 Avenue of the Stars, Suite 1000
 Los Angeles, CA 90067

SPECIAL INSTRUCTIONS:

/mjs
Enclosures

92 028

489 0005

MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530

J.F. GULLION
Director

DEFICIENT CORPORATE FILING NOTICE	
Valensi, Rose and Magaram, PLC Attn: Kevin J. Brody 1800 Ave. of the Stars, Ste 1000 Los Angeles, CA 90067	DATE RECEIVED: 3/3/97
	EXAMINER : Geraldine Dumas
	TELEPHONE : 404-656-2821
	CHARTER # :
CORRECTIONS TO BE MADE BY APPLICANT. IMPORTANT: RETURN THIS FORM WITH THE REQUESTED CORRECTION.	
Amount Paid: \$ _____	Docket Number: _____
RE: <u>Princeton Development Company, A California Limited</u>	

- Incorrect fee. Secretary of State \$ 170.00
- Failure to sign _____
- Failure to include _____
- Corporate name does not satisfy requirements of Code Section 14-2-401.
- Failure to include mailing address of the principal office. (This is required by O.C.G.A. 14-2-202).
- Failure to attach Form A-100, as revised July 1, 1989. (This form includes the certification of request for publication required by O.C.G.A. 14-2-201.1).
- Failure to submit articles of incorporation with Form A-100.
- Failure to include number of shares corporation is authorized to issue.
- Failure to include street address and county of corporation's initial registered office/the name of the initial registered agent at that office.
- Failure to include name and address of each incorporator.
- Failure to file certificate of existence from home state. This document must be certified by the home state within 90 days of filing in Georgia.
- Corporation has not filed its annual registration for the years _____. Complete the enclosed annual registration form and return with a check for \$ _____ for accumulated fees.
- OTHER: See the attached penalty letter.

IF THE DOCUMENTS ARE RECEIVED WITHIN 30 DAYS WITH THE ABOVE NOTED DEFICIENCY(IES) CORRECTED, THEY WILL BE FILED AS OF THE ORIGINAL DATE RECEIVED. FILINGS ARE DEEMED ABANDONED AFTER 60 DAYS. FEES ARE NON REFUNDABLE.

92-028

489 0006



L100F

BUSINESS SERVICES AND REGULATION
APPLICATION FOR CERTIFICATE OF AUTHORITY
FOR FOREIGN LIMITED PARTNERSHIP

MAX CLELAND
Secretary of State
State of Georgia

Suite 315, West Tower
2 Martin Luther King Jr., Dr.
Atlanta, Georgia 30334
(404) 656-2817

J. F. GULLION
Director
921740642 ML

80 12849

I. Filing Date:	6/22/92	Code:	7F/327	Docket Number:	921740647 654
Assigned Exam:		Amount:	\$100.00	By:	
Control Number:	9212335	Completed:			

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Limited Partnership Name:	Princeland Development Company, a California limited partnership		
Mailing Address of Principal Office:	25201 Paseo de Alicia, #212		
City:	Laguna Hills	State:	CA Zip Code: 92653
III. Home State Address:	25201 Paseo de Alicia, #212		
City:	Laguna Hills	State:	CA Zip Code: 92653
IV. Fees Submitted By:	Valensi, Rose and Magaram, PLC		
Amount Enclosed:	\$ 60.00	Check No.:	
V. Name of Registered Agent in Georgia:	CT Corporation System		
VI. Registered Office in Georgia:	2 Peachtree Street, N.W.		
City:	Atlanta	County:	Fulton State: GA Zip Code: 30383
VII. Date Formed:	January 4, 1988	Place:	California
VIII. Date Business Commenced (or Proposed) in Georgia:	November 1, 1991		
IX. List Name and Address of each General Partner:	Princeland Holdings, Ltd., a California corporation 25201 Paseo de Alicia, #212 Laguna Hills, CA 92653		
X. Address Where Partnership Records Are Maintained:	c/o Valensi, Rose and Magaram, PLC 1800 Ave. of the Stars, Ste. 1000		
City:	Los Angeles	State:	CA Zip Code: 90067
XI. Applicant/Attorney:	Kevin J. Brody	Telephone:	(310) 277-8011
Address:	c/o Valensi, Rose and Magaram, PLC 1800 Ave. of the Stars, Ste. 1000		
City:	Los Angeles	State:	CA Zip Code: 90067

SECRETARY OF STATE
MAR 3 11 15 AM '92
BSR (1)

This application is executed and sworn to by a General Partner of the Limited Partnership applicant, in the presence of the Official Witness whose signature appears below, and is submitted to the above address pursuant to O.C.G.A. §14-9-902 for a Certificate of Authority to Transact Business in Georgia as a Foreign Limited Partnership. This will certify that the applicant is a duly qualified Limited Partnership in the jurisdiction referred to above and that in accordance with O.C.G.A. §14-9-902(a)(4) the Secretary of State is, pursuant to O.C.G.A. §14-9-902.1(i), appointed the agent of the Foreign Limited Partnership for Service of Process if no agent has been appointed under O.C.G.A. §14-9-902.1(a) or if appointed, the agent's authority has been revoked or the agent cannot be found by the exercise of reasonable diligence or served.

PRINCELAND HOLDINGS, LTD.

General Partner: By: Lewis G. Heremann
LEWIS G. HEREMANN, President

Date: Feb 17, 1992

Official Witness: Lois S. Sladky
(Notary)

