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(Requestor's Name)

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PICK-UP     WAIT     MAIL

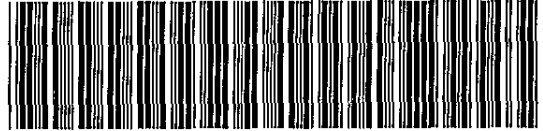
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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07/25/03--01028--005 \*\*105.00

*Handwritten signature*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

03 JUL 25 AM 9:35

RECEIVED

DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA  
03 AUG 14 PM 3:52

FILED

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

mme + mkc Enterprises Limited  
Partnership

FILED  
03 AUG 14 PM 3:52  
TALLAHASSEE, FLORIDA

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name

Date

Time

7/25/03 4:42

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

03 AUG 14 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

July 25, 2003

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: MMC & MKC ENTERPRISES LIMITED PARTNERSHIP  
Ref. Number: A0000000061

We have received your document for MMC & MKC ENTERPRISES LIMITED PARTNERSHIP and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$105.00 payment.

Please note that since you're making so many changes, you MAY ALSO WISH TO CHANGE th MAILING ADDRESS and PRINCIPAL OFFICE ADDRESS of the limited partnership. If you do not do this, we will continue to MAIL Annual Report notices to "129 Devonshire Way, Palm Beach Gardens."

The new R.A. -- Morris Engelberg -- MUST SIGN A STATEMENT accepting his appointment.

ALSO, there should be section in which you clearly state the fact that there are now new general partners, and in which you clearly state who the new general partners are.

ALSO, please note that since it seems there are now going to be four new general partners -- that ALL FOUR GENERAL PARTNERS must sign the amendment. Please note that you could submit four copies of the amendment, each signed by a single general partner if it is difficult for all four people to sign the same document.

ALSO, since death certificates are NOT REQUIRED to be submitted with this AMENDMENT, you should remove the language about the death certificates being attached.

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) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 303A00043319

03 AUG 14 PM 3:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

August 14, 2003

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: MMC & MKC ENTERPRISES LIMITED PARTNERSHIP  
Ref. Number: A0000000061

03 AUG 14 PM 3:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

We have received your document for MMC & MKC ENTERPRISES LIMITED PARTNERSHIP and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we are STILL RETAINING your \$105.00 payment.

Thank you for making all the changes and for getting all the signatures.

I am sorry to have to return this a second time, but the new R.A. -- MORRIS ENGELBERG -- has still not signed. Please have Mr. Engelberg sign a statement accepting his R.A. appointment.

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) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 303A00046430

03 AUG 14 PM 3:52  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FIRST AMENDMENT TO**  
**MMC & MKC ENTERPRISES LIMITED PARTNERSHIP**

THIS AMENDMENT is made this 31<sup>st</sup> day of July 2003, by the general partner, **WILLIAM M. CANTOR and SUSANA C. BROWN as Co-Personal Representatives of the Estate of MARGARET K. CANTOR** (in such capacities, the "**General Partners**"), and those persons identified on Schedule A as owners of Limited Partner Units (the "**Limited Partners**"). The General Partners and the Limited Partners are sometimes hereinafter referred to collectively as the "**Partners**".

**WHEREAS**, the Partners entered into a Florida Limited Partnership Agreement December 23, 1999, creating **MMC & MKC ENTERPRISES LIMITED PARTNERSHIP**.

**WHEREAS**, the General Partners MILTON MICHAEL CANTOR and MARGARET K. CANTOR died on January 16, 2003 and May 22, 2003, respectively.

**WHEREAS**, the Co-Personal Representatives of the Estate of Margaret K. Cantor and Estate of Milton Michael Cantor, as the current General Partner, desire to transfer the outstanding and remaining general partner units owned by the late, MILTON MICHAEL CANTOR and MARGARET K. CANTOR to WILLIAM M. CANTOR, SUSANA C. BROWN, JOAN C. BARNES and KATHERINE VAN NOORDEN.

**NOW, THEREFORE**, the Partners amend the Limited Partnership Agreement as follows:

**FIRST:** Due to the deaths of MILTON MICHAEL CANTOR and MARGARET K. CANTOR, the **new general partners shall be WILLIAM M. CANTOR, SUSANA C. BROWN, JOAN C. BARNES and KATHERINE VAN NOORDEN.**


**SECOND:** The principal office and mailing address of the Partnership are hereby amended and shall be 3230 Stirling Road, Suite 1, Hollywood, FL 33021.


**THIRD:** The registered agent is hereby amended and shall be MORRIS ENGELBERG, ESQUIRE located at 3230 Stirling Road, Suite 1, Hollywood, Florida 33021.

**FOURTH:** The Limited Partnership Agreement, as hereby amended, shall remain in full force and effect.

**FIFTH:** The execution of this First Amendment by the undersigned general partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

**WITNESS THE DUE EXECUTION AND DELIVERY HEREOF.**

  
\_\_\_\_\_  
Laureine M. Methot  
\_\_\_\_\_

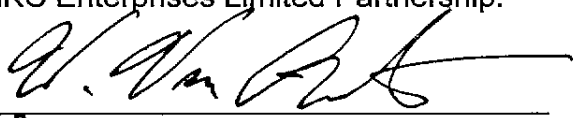
ESTATE OF MARGARET K. CANTOR  
BY:   
WILLIAM M. CANTOR, Co-Personal Rep.  
General Partner  
FILED  
MAY 14 PM 3:52  
TALLAHASSEE, FLORIDA


\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

ESTATE OF MARGARET K. CANTOR  
BY: \_\_\_\_\_  
SUSANA C. BROWN, Co-Personal Rep.  
General Partner

**ACCEPTED BY THE NEW GENERAL PARTNERS**

WILLIAM M. CANTOR, SUSANA C. BROWN, JOAN C. BARNES and KATHERINE VAN NOORDEN, hereby accepts their appointment as the general partners of MMC & MKC Enterprises Limited Partnership.

  
\_\_\_\_\_  
Laureine M. Methot  
\_\_\_\_\_

  
\_\_\_\_\_  
WILLIAM M. CANTOR

\_\_\_\_\_

\_\_\_\_\_  
SUSANA C. BROWN

\_\_\_\_\_

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JOAN C. BARNES

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KATHERINE VAN NOORDEN

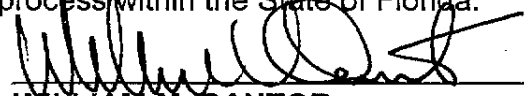
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FILED  
TALLAHASSEE  
CLERK OF CIRCUIT COURT

**CERTIFICATE OF DESIGNATION OF PLACE OF BUSINESS  
FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA  
AND FOR NAMING THE AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That the **MMC & MKC ENTERPRISES LIMITED PARTNERSHIP** desiring to organize or qualify under the laws of the State of Florida, with its principal office and mailing address at **3230 Stirling Road, Suite 1, Hollywood, FL 33021**, has named **MORRIS ENGELBERG, ESQ.**, whose address is 3230 Stirling Road, Suite 1, Hollywood, Florida 3021, as its agent to accept service of process within the State of Florida.

  
\_\_\_\_\_  
**WILLIAM M. CANTOR**  
General Partner

DATED: 7/31/03

\_\_\_\_\_  
**SUSANA C. BROWN**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**JOAN C. BARNES**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**KATHERINE VAN NOORDEN**  
General Partner

DATED: \_\_\_\_\_

**HAVING BEEN NAMED** to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

\_\_\_\_\_  
**MORRIS ENGELBERG, ESQ.**  
DATED: \_\_\_\_\_



ESTATE OF MARGARET K. CANTOR

BY: \_\_\_\_\_  
WILLIAM M. CANTOR, Co-Personal Rep.  
General Partner

\_\_\_\_\_  
\_\_\_\_\_

ESTATE OF MARGARET K. CANTOR

BY: \_\_\_\_\_  
SUSANA C. BROWN, Co-Personal Rep.  
General Partner

\_\_\_\_\_  
\_\_\_\_\_

**ACCEPTED BY THE NEW GENERAL PARTNERS**

WILLIAM M. CANTOR, SUSANA C. BROWN, JOAN C. BARNES and KATHERINE VAN NOORDEN, hereby accepts their appointment as the general partners of MMC & MKC Enterprises Limited Partnership.

\_\_\_\_\_  
WILLIAM M. CANTOR

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
SUSANA C. BROWN

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
JOAN C. BARNES

*Wesley Boyer*  
*Angel Karam*

*Joan C. Barnes*

\_\_\_\_\_  
KATHERINE VAN NOORDEN

\_\_\_\_\_  
\_\_\_\_\_

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\_\_\_\_\_  
**WILLIAM M. CANTOR**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**SUSANA C. BROWN**  
General Partner

DATED: \_\_\_\_\_



\_\_\_\_\_  
**JOAN C. BARNES**  
General Partner

DATED: 7/31/03

\_\_\_\_\_  
**KATHERINE VAN NOORDEN**  
General Partner

DATED: \_\_\_\_\_

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\_\_\_\_\_  
**MORRIS ENGELBERG, ESQ.**  
DATED: \_\_\_\_\_

ESTATE OF MARGARET K. CANTOR

BY: \_\_\_\_\_  
WILLIAM M. CANTOR, Co-Personal Rep.  
General Partner

\_\_\_\_\_  
\_\_\_\_\_

ESTATE OF MARGARET K. CANTOR

BY: Susana C. Brown  
SUSANA C. BROWN, Co-Personal Rep.  
General Partner

Graciela Saavedra  
Am. Pte.

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\_\_\_\_\_  
WILLIAM M. CANTOR

\_\_\_\_\_  
\_\_\_\_\_

Susana C. Brown  
SUSANA C. BROWN

Graciela Saavedra  
Am. Pte.

\_\_\_\_\_  
JOAN C. BARNES

J

\_\_\_\_\_  
KATHERINE VAN NOORDEN

\_\_\_\_\_  
\_\_\_\_\_

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\_\_\_\_\_  
**WILLIAM M. CANTOR**  
General Partner

DATED: \_\_\_\_\_

*Susana C. Brown*  
\_\_\_\_\_  
**SUSANA C. BROWN**  
General Partner

DATED: 7/31/03

\_\_\_\_\_  
**JOAN C. BARNES**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**KATHERINE VAN NOORDEN**  
General Partner

DATED: \_\_\_\_\_

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\_\_\_\_\_  
**MORRIS ENGELBERG, ESQ.**  
DATED: \_\_\_\_\_

ESTATE OF MARGARET K. CANTOR

BY: \_\_\_\_\_

WILLIAM M. CANTOR, Co-Personal Rep.  
General Partner

ESTATE OF MARGARET K. CANTOR

BY: \_\_\_\_\_

SUSANA C. BROWN, Co-Personal Rep.  
General Partner

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\_\_\_\_\_  
WILLIAM M. CANTOR

\_\_\_\_\_  
SUSANA C. BROWN

\_\_\_\_\_  
JOAN C. BARNES

*Stanley M. Zern*  
*Guelupe J. Baldaucos*

*Katherine VanNoorden*  
KATHERINE VAN NOORDEN

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\_\_\_\_\_  
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General Partner

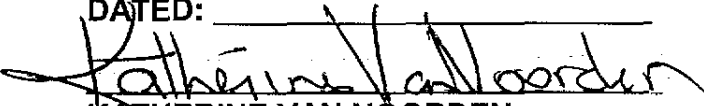
DATED: \_\_\_\_\_

\_\_\_\_\_  
**SUSANA C. BROWN**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**JOAN C. BARNES**  
General Partner

DATED: \_\_\_\_\_

  
\_\_\_\_\_  
**KATHERINE VAN NOORDEN**  
General Partner

DATED: July 31, 2003

**HAVING BEEN NAMED** to accept service of process for the above-stated limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

\_\_\_\_\_  
**MORRIS ENGELBERG, ESQ.**

DATED: \_\_\_\_\_

**SCHEDULE A**

<b><u>PARTNER</u></b>	<b><u>ADDRESS</u></b>	<b><u>AGREED FMV OF CAPITAL CONTRIBUTION</u></b>	<b><u>G.P. UNITS</u></b>	<b><u>L.P. UNITS</u></b>
Katherine Van Noorden	17576 Bridle Court Jupiter, FL 33478		.50	
Joan C. Barnes	8904 North 84th Way Scottsdale, AZ 85258		.50	
Susana C. Brown	30 Greystone Road Dover, MA 02030		.50	
William M. Cantor	P.O. Box 36 Mattapoisett, MA 02739		.50	
Margaret K. Cantor, Deceased	2129 Devonshire Way Palm Beach Gardens FL 33418			44.00
Katherine Van Noorden	17576 Bridle Court Jupiter, FL 33478			13.50
Joan C. Barnes	8904 North 84th Way Scottsdale, AZ 85258			13.50
Susana C. Brown	30 Greystone Road Dover, MA 02030			13.50
William M. Cantor	P.O. Box 36 Mattapoisett, MA 02739			13.50

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\_\_\_\_\_  
**WILLIAM M. CANTOR**  
General Partner

DATED: \_\_\_\_\_

\_\_\_\_\_  
**SUSANA C. BROWN**  
General Partner

DATED: \_\_\_\_\_

  
\_\_\_\_\_  
**JOAN C. BARNES**  
General Partner

DATED: 7/31/03

\_\_\_\_\_  
**KATHERINE VAN NOORDEN**  
General Partner

DATED: \_\_\_\_\_

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\_\_\_\_\_  
**MORRIS ENGELBERG, ESQ.**  
DATED: 8/14/03