

A04000001632

(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:

Name
Availability

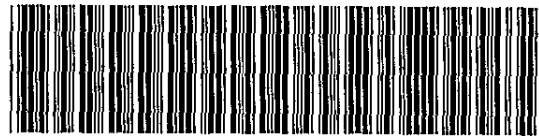
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Examiner

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Verifier DCC

Acknowledgement DCC

W. P. Verifier DCC



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SECURITY OF THE
TAL/NO. 100041553871

Supply

1,837.50

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\$15,000,000.00

JOEL REINSTEIN

LAW OFFICES
OF
JOEL REINSTEIN, P.A.
WACHOVIA PLAZA • SUITE 325
925 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (561) 393-6714
FACSIMILE (561) 393-1909

October 6, 2004

AIRBORNE/DHL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Merger of SA FLA I L.P. and SA FLA II L.P.
Into SA FLA I L.P.

Merger of SA DEL I INC. and SA DEL II INC.
Into SA FLA I INC.

Dear Sir or Madam:

Enclosed for filing are the following:

1. Certificate of Limited Partnership of SA FLA I L.P. (to be formed as a Florida Limited Partnership). Also enclosed are the Affidavit of Capital Contributions and Acceptance of Appointment as Registered Agent.
2. Articles of Merger of SA FLA I L.P. (a Delaware Limited Partnership) and SA FLA II L.P. (a Delaware Limited Partnership) into SA FLA I L.P. (the Florida Limited Partnership created under Paragraph 1 above).
3. Articles of Merger of SA DEL I INC. (a Delaware Corporation) and SA DEL II INC. (a Delaware Corporation) into SA FLA I INC. (a Florida Corporation)
4. Check in the amount of \$2,161.25 for filing fees, consisting of:

Certificate of Limited Partnership	\$1,750.00
Registered Agent for LP	\$ 35.00
Certified Copy of Certificate of LP	\$ 52.50
Merger of Corporations	\$35.00 x 3
Certified Copy of Articles of Merger	\$ 8.75
Merger of Partnerships	\$52.50 x 3
Certified Copy of Article of Merger	\$ 52.50
Total	<u>\$2,161.25</u>

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TALLAHASSEE, FL
SECRETARY OF STATE

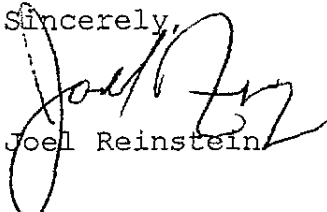
Department of State
October 6, 2004
Page 2

5. Please note that the effective date of all of the mergers is the date the Articles of Merger are filed with the Florida Department of State.

Also enclosed is an additional copy of all of the foregoing documents. Please provide the undersigned with certified copies. Of course, please contact the undersigned if you have any questions regarding this matter.

Thank you for your cooperation in this matter.

Sincerely,



Joel Reinstein

JR/wsm
Enclosures-check
cc: Mr. Scott H. Adams
Henry Schade, C.P.A.

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OF
JOEL REINSTEIN, P.A.
WACHOVIA PLAZA • SUITE 325
925 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

TELEPHONE (561) 393-6714
FACSIMILE (561) 393-1909

October 13, 2004

FEDERAL EXPRESS/PRIORITY

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Merger of SA FLA I L.P. and SA FLA II L.P.
Into SA FLA I LTD.

Dear Sir or Madam:

Pursuant to your letter dated October 8, 2004 (copy enclosed) and our conversations with agents of the Division of Corporations, we are resubmitting herewith the following documents revised to correct the name of the new partnership from SA FLA I L.P. to SA FLA I LTD.:

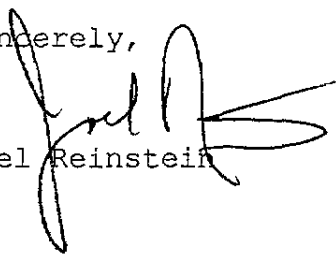
1. Certificate of Limited Partnership of SA FLA I LTD., Affidavit of Capital Contributions and Acceptance of Appointment as Registered Agent.
2. Articles of Merger of SA FLA I L.P. (a Delaware Limited Partnership) and SA FLA II L.P. (a Delaware Limited Partnership) into SA FLA I LTD. (the Florida Limited Partnership created under Paragraph 1 above).
3. Please note that the effective date of all of the mergers is the date the Articles of Merger are filed with the Florida Department of State. Please retain the original filing date for each of the documents.

Department of State
Division of Corporations
October 13, 2004
Page 2

Also enclosed is an additional copy of each of the above-referenced documents. Please provide the undersigned with certified copies.

Thank you for your cooperation in this matter.

Sincerely,


Joel Reinstein

JR/wsm
Enclosures
cc: Mr. Scott H. Adams
Henry Schade, C.P.A.

StateFLPResubmit.ltr



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 8, 2004

JOEL REINSTEIN
JOEL REINSTEIN, P.A.
925 SOUTH FEDERAL HIGHWAY, STE 325
BOCA RATON, FL 33432

SUBJECT: SA FLA I L.P.
Ref. Number: W04000037197

We have received your document for SA FLA I L.P. and your check(s) totaling \$2047.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

A Florida limited partnership can not have the suffix of L.P. Please make the correction on the merger documents as well.

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) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 404A00058434

CERTIFICATE OF LIMITED PARTNERSHIP
SA FLA I LTD.
A FLORIDA LIMITED PARTNERSHIP

The undersigned General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is SA FLA I LTD.
2. The address of the office of the Partnership is 350 Camino Gardens Blvd., #102, Boca Raton, FL 33432.
3. The name and address of the agent for service of process of the Partnership is Scott H. Adams, 350 Camino Gardens Blvd., #102, Boca Raton, FL 33432.
4. The name and business address of the General Partner is: SA FLA I INC., 350 Camino Gardens Blvd., #102, Boca Raton, FL 33432. **P04000117747**
5. The mailing address of the Partnership is 350 Camino Gardens Blvd., #102, Boca Raton, FL 33432.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2053, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of SA FLA I LTD. this 21 day of Sept, 2004.

SA FLA I LTD.

By: SA FLA I INC.
General Partner

By: Scott H. Adams
Scott H. Adams, President

STATE OF FLORIDA :

ss:

COUNTY OF PALM BEACH:

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared SCOTT H. ADAMS, as President of SA FLA I INC., to me known to be the person described in and who executed the foregoing Certificate of Limited Partnership, and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of September, 2004

My commission expires:

Name: JOEL REINSTEIN
Notary Public, State of Florida

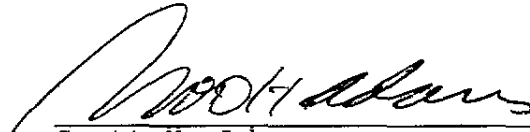


Joel Reinstein
MY COMMISSION # DD045335 EXPIRES
September 22, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

SAI-FLP.CER

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for SA FLA I LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.



Scott H. Adams

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the general partner of SA FLA I LTD., a Florida Limited Partnership, certify as follows:

The amount contributed and anticipated to be contributed by the limited partner(s) at this time totals Fifteen Million Dollars (\$15,000,000.00).

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

SA FLA I LTD.

By: SA FLA I INC.
General Partner

By: Scott H. Adams
Scott H. Adams, President

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2004 OCT -1 P 3
TALLAHASSEE
FLORIDA

STATE OF FLORIDA :

ss:

COUNTY OF PALM BEACH:

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared SCOTT H. ADAMS, as President of SA FLA I INC., to me known to be the person described in and who executed the foregoing Affidavit of Capital Contributions, and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of September, 2004.

My commission expires:

Joel Reinstein
Name: JOEL REINSTEIN
Notary Public, State of Florida

SAI-FLP.CER



Joel Reinstein
MY COMMISSION # DD045355 EXPIRES
September 22, 2005
BONDED THRU TROY FAIR INSURANCE, INC.