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FILED SECRETARY OF STATE DIVISION OF CORPORATION

T. HAMPTON

MAR 1 8 2008

**EXAMINER** 



### Greenspoon Marder

A PROFESSIONAL ASSOCIATION

#### From the Desk of:

GENE K. GLASSER
Trade Centre South, Suite 700
100 West Cypress Creek Road
Fort Lauderdale, Florida 33309
954-491-1120 (Office)
954-771-9264 (Fax)
Gene.Glasser@gmlaw.com

February 26, 2008

Via Federal Express
Ms. Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Janower Family Limited Partnership, a Florida limited partnership Janower Family Limited Partnership, a Michigan limited partnership

Dear Ms. Hampton:

As instructed enclosed are the Certificate of Limited Partnership and Certificate of Conversation for the above referenced limited partnerships. Please send confirmation of the filings by fax to the attention of Mallory Villanueva at (954) 771-9264.

Should you require additional information, please contact my Paralegal, Mallory Villanueva, at Ext. 1202. Your assistance in this matter is greatly appreciated.

Very truly yours,

GEŃE K. GLASSER

GKG/mv/Enclosures

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Locations Throughout Florida

Fort Lauderdale

Orlando

Aventura

Boca Raton

West Palm Beach

#### Certificate of Conversion

For

#### "Other Business Organization"

Into

#### Florida Limited Partnership or Limited Liability Limited Partnership

This Certificate of Conversion and attached Certificate of Limited Partnership are submitted to convert the following "Other Business Entity" into a Florida Limited Partnership or Limited Liability Limited Partnership in accordance with s.620.2104, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

#### JANOWER FAMILY LIMITD PARTNERSHIP

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a limited partnership

(Enter entity type. Example: corporation, limited liability company, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Michigan

(Enter state, or if a non-U.S. entity, the name of the country)

on March 16, 1993

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. The name of the Florida Limited Partnership or Limited Liability Limited Partnership as set forth in the attached Certificate of Limited Partnership:

Janower Family Limited Partnership

(Enter Name of Florida Limited Partnership or Limited Liability Limited Partnership)

Page 1 of 2

4. The conversion was approved as required by Chapter 62 such a manner that complied with the converting organization	,	• •
5. If not effective on the date of filing, enter the effective of (The effective date: 1) cannot be prior to nor more than document is filed by the Florida Department of State; A the effective date listed in the attached Certificate of Line effective date is listed therein.)	1 90 <u>ND</u>	days after the date this 2) must be the same as
Signed this 8 day of February	20	<u>08</u> .
Signature of Each General Partner Listed in Attached Certi	fica	te of Limited Partnership:
<u>Fees:</u>		
Certificate of Conversion: Fees for Florida Certificate of Limited Partnership: (\$965 Filing Fee and \$35 Filing Fee)		52.50 000.00
Certificate of Status:	\$	52.50 (Optional) 8.75 (Optional)

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## CERTIFICATE OF LIMITED PARTNERSHIP OF JANOWER FAMILY LIMITED PARTNERSHIP

A Florida limited partnership

The undersigned General Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law, as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

- 1. The name of the Partnership is Janower family limited partnership, a Florida limited partnership. The business and mailing address of the office of the Partnership is 7723 Wind Key Drive, Boca Raton, Florida 33434.
- 2. The name and address of the Agent for service of process on the Partnership is Gene K. Glasser, 100 West Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309.
- 3. The name and business address of the General Partner of the Partnership is Janower Properties, Inc., a Florida corporation, 7723 Wind Key Drive, Boca Raton, Florida 33434.
- 4. The latest date upon which the Partnership shall dissolve is December 31, 2090.
- 5. The effective date of this Certificate of Limited Partnership shall be upon the filing with the State of Florida, Department of State.
- 6. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership by the General Partners.

The execution of this Certificate by the undersigned General Partners 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 Partners of Janower family limited partnership on this 8th day of February 2008.

WITNESSES:	GENERAL PARTNERS:
	Janower Properties Inc. A Florida corporation  By:
	Jeffrey Alan Janower President

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#### ACCEPTANCE AND APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for JANOWER FAMILY LIMITED PARTNERSHIP, a Florida limited 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 Registered Agent.

REGISTERED AGENT:

Gene K. Glasser

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DS/mv G:\DOCS\COR\14576\0001\CORP\28N2196.DOC