

# A 27657

Order Number Only

10/31/00.

VALIDATION ONLY

Oppenheim & Piletsky

Requestor's Name

1290 Weston Rd. #300

Address

Ft. Lauderdale.

City

State

ZIP

Phone

(954) 384-6114

100003446461--9

-01/26/01--01150--017

\*\*\*1166.25 \*\*\*\*\*17.50

CORPORATION(S) NAME

100003446461--9

-11/01/00--01031--001

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Bodwin, LTD.

RECEIVED  
DIVISION OF REVENUE  
00 NOV 1 11 59 AM '06  
TO REGISTER TO USE  
SUFFICIENCY OF FILING

LP-17.50 (17)

FILED  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution
- Mark
- Limited Partnership
- Annual Report
- Other
- Reinstatement
- Reservation
- Change of Registered Agent
- Certified Copy
- Photo Copies
- Certificate Under Seal
- Call When Ready
- Call If Problem
- After 4:30
- Walk In
- Will Wait
- Pick Up
- Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

nr  
2/8

Empire Toll Free: 1-800-432-3028



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 1, 2000

EMPIRE

TALLAHASSEE, FL

SUBJECT: BODWIN, LTD.  
Ref. Number: A27657

01 FEB -8 AM 10:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for BODWIN, LTD. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$35.00 payment.

The fee to file a Limited Partnership AMENDMENT is \$17.50. Please send an ADDITIONAL \$17.50 when you resubmit your AMENDMENT.

However, please note that this partnership failed to file its 2000 UBR, and was for that reason REVOKED on September 29, 2000.

To REINSTATE, the partnership must prepare and sign a REINSTATEMENT FORM -- see attached.

The total amount required to reinstate the partnership will be \$1,026.25.

Please note that the reinstatement fees are IN ADDITION to the \$52.50 required to file the AMENDMENT.

ALSO, please note that before the reinstatement and amendment documents can be filed, the new corporate general partner -- TPY ENTERPRISES, INC. -- must be qualified in Florida. To do this, it will have to complete and sign a FOREIGN CORPORATION QUALIFICATION form (attached), pay a filing fee of \$70.00, and submit a CERTIFICATE OF GOOD STANDING from Delaware.

Please note that the Delaware document submitted with this filing is a CERTIFIED COPY OF ARTICLES, and is NOT ACCEPTABLE. You must submit a CERTIFICATE OF GOOD STANDING from Delaware.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 200A00056799

FILED  
07 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
01 FEB -8 AM 10: 21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 7, 2000

EMPIRE

TALLAHASSEE, FL

SUBJECT: BODWIN, LTD.  
Ref. Number: A27657

We have received your document for BODWIN, LTD. and check(s) totaling \$1166.25. However, your check(s) and document are being returned for the following:

Please note that we are still RETAINING the \$35.00 fee you first sent.

Several things have to be done.

FIRST, you must qualify TPY ENTERPRISES, INC. in Florida. To do that, you must complete a Foreign Qualification form, and send it with a Certificate of Existence from Delaware, and a \$70.00 filing fee.

SECOND, you will need to complete a REINSTATEMENT FORM to reinstate the limited partnership BODWIN, LTD. The fee for this is \$1,026.25.

ALONG with the REINSTATEMENT you will file the limited partnership AMENDMENT, which costs \$52.50.

PLEASE CALL ME IF YOU HAVE ANY QUESTIONS.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 600A00062010



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

December 22, 2000

EMPIRE

SUBJECT: BODWIN, LTD.  
Ref. Number: A27657

FILED  
01 FEB -08 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for BODWIN, LTD. and your check(s) totaling \$1201.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

On the reinstatement the general partners and their address must be listed. On the application for the new corporation the application was missing the last page of our application and we must have a certificate of good standing from the home state.

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) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 600A00064209



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

FILED  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 26, 2001

EMPIRE

TALLAHASSEE, FL

SUBJECT: BODWIN, LTD.  
Ref. Number: A27657

We have received your document for BODWIN, LTD. and your check(s) totaling \$1078.75. However, the document has not been filed and is being retained in this office for the following:

Please note that we have **RETAINED** a total of \$1,078.75 in payments for this filing.

Back in November of 2000, we told you that you could reinstate this limited partnership for a total of \$1,026.25.

This included the \$526.25 2000 UBR fee and a \$500.00 PENALTY FEE for 2000.

Well, now it's 2001, and the 2001 UBR fee is now due.

We are NOT going to charge you a \$500.00 penalty fee for 2001. However, we must ask that you now please pay the \$526.25 Uniform Business Report fee for 2001.

So we now need to collect a total of \$1,552.50.

As stated, we are retaining a TOTAL of \$1,078.75 for your Reinstatement. Please return the reinstatement with an ADDITIONAL \$473.75.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 001A00004580

RECEIVED  
01 FEB -8 AM 9:04  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

01 FEB -8 AM 10:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 26, 2001

EMPIRE

TALLAHASSEE, FL

SUBJECT: BODWIN, LTD.  
Ref. Number: A27657

We have received your document for BODWIN, 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):

Please note that we have RETAINED your \$52.50 payment.

This AMENDMENT still couldn't be filed because the REINSTATEMENT still couldn't be filed.

Please return the AMENDMENT when you return your REINSTATEMENT.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 901A00004579

**CERTIFICATE OF AMENDMENT OF LIMITED PARTNERSHIP OF  
BODWIN, LTD.**

Pursuant to section 620.109 of the Florida Statutes, the undersigned entities, desiring to amend the Certificate of Limited Partnership of Bodwin, Ltd., hereby swear to and affirm as follows:

1. The name of the Limited Partnership is Bodwin, Ltd., (hereinafter the "Partnership")
2. The original date of filing of the Partnership was the 23<sup>rd</sup> day of December, 1988.
3. Paragraph number 3 of the original Certificate of Limited Partnership is hereby amended to read as follows: The name and business dress of the General Partner shall be as follows:

TPY, Enterprises, Inc.  
c/o Scott Miller  
12705 NW 42<sup>nd</sup> Avenue  
Miami, Florida 33054.

4. Paragraph number 4 of the original Certificate of Limited Partnership is hereby amended to read as follows: The mailing address for the Partnership shall be as follows:

c/o Scott Miller  
12705 NW 42<sup>nd</sup> Avenue  
Miami, Florida 33054.

5. All other terms of the original Certificate of Limited Partnership are hereby ratified.

The execution of this amendment of Certificate of Amendment by the undersigned entities constitutes an affirmation under the penalties of perjury at the facts stated herein are true.

IN WITNESS WHEREOF, each of the entities hereto has executed this amendment to Certificate of Limited Partnership on the 26 day of July, 2000, effective upon filing same with the Florida Department of State.

SGYO, Corp., former general partner

BY: *Shangyi Wang*  
S. L. Huang, President

BY: *Shangyi Wang*  
Secretary

01 FEB 20 11 10 AM '00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED



TPY Enterprises, Inc., new general partner

BY: S.L. Huang  
S.L. Huang, President

FILED  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared S.L. HUANG, as President of SGYP CORP., known to me and known by me to be the person who executed the foregoing Certificate of Amendment and he acknowledged to me and before me that he executed this Certificate as President of SGYO CORP.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of July, 2000.

(SEAL)

NOTARY PUBLIC  
STATE OF FLORIDA  
SCOTT MILLER  
COMMISSION # CC 649203  
EXPIRES MAY 20, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.  
My Commission Expires:

Scott Miller  
NOTARY PUBLIC  
STATE OF FLORIDA

STATE OF FLORIDA

COUNTY OF

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared S.L. HUANG, as President of TPY Enterprises, Inc., known to me and known by me to be the person who executed the foregoing Certificate and he acknowledged to me and before me that he executed this Certificate as President of TPY Enterprises, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26 day of July, 2000.

(SEAL)

 SCOTT MILLER  
COMMISSION # CC 649203  
EXPIRES MAY 20, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.  
My Commission Expires:

  
\_\_\_\_\_  
NOTARY PUBLIC  
STATE OF FLORIDA

certificateofamend072100.wpd

FILED  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CONSENT OF LIMITED PARTNERS OF BODWIN, LTD.**  
**SELECTING TPY, ENTERPRISES, INC.**  
**AS GENERAL PARTNER**

Pursuant to Paragraph 12.1 of the Limited Partnership Agreement of Bodwin, Ltd., executed the 23<sup>rd</sup> day of December, 1988 providing for a minimum of 75% of Limited Partners to select and consent to the appointment of a new General Partner when the General Partner has resigned the undersigned representing more than 75% of the limited partner, hereby select and consent to TPY, Enterprises, Inc. as the new General Partner of Bodwin, Ltd.

This consent is dated as of the 26 date of July 2000.

BY: Shirley B. B...

BY: Shirley B. B...

BY: Shirley B. B...

ConsentofLimitedPartners.wpd

**FILED**  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**NOTICE OF WITHDRAWAL BY GENERAL PARTNER**

SGYO, Corp. a Florida corporation, former general partner of Bodwin, Ltd., a Florida Limited Partnership hereby withdraws as General Partner of Bodwin, Ltd., as of the 26<sup>th</sup> day of July, 2000.

SGYO, CORP.

BY: *S.L. Huang*  
S.L. HUANG, President

FILED  
01 FEB -8 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA