

A95000000711

Office of Law
180 N. 36 St. of
Suite 109
Miami, Florida 33166

Telephone 305-501-1040
Dialward 305-437-0270
Facsimile 305-502-0000

SAX, WILLINGER & GOLD
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

April 26, 1995

Secretary of State
P. O. Box 6327
Tallahassee, Florida 32301

Re: Marli Industrial Packaging, Ltd.

Greetings:

I enclose herewith for filing three (3) copies of the Certificate of Limited Partnership for the above-named Limited Partnership along with the affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners. Also enclosed is my check in the total amount of \$430.50 to cover fees as follows:

Filing Fee	\$ 343.00
Registered Agent's Certificate	35.00
Certified Copy of Articles	<u>52.50</u>
	<u>\$ 430.50</u>

000001471290
-05/02/95--01121--001
****430.50 ****430.50

Please return one (1) certified copy and one date stamped copy of the Certificate of Limited Partnership to this office. A stamped, self-addressed envelope is enclosed for your convenience.

Very truly yours,

Scott Willinger
Scott R. Willinger,
Attorney-at-Law

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
1995 MAY -1 AM 8:48
FILED

SRW:dlm
Enclosures

5/8/95aw

A95000000711
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARLI INDUSTRIAL PACKAGING, LTD.

FILED
1995 MAY -1 AM 8:48
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), as amended, of the State of Florida, do hereby certify:

1. The name under which the Partnership is to be conducted is MARLI INDUSTRIAL PACKAGING, LTD.
2. The address of the recordkeeping office of the Partnership is 7166 N.W. 12th Street, Miami, Florida 33126.
3. The Registered Office of the Partnership and the name and address of the Registered Agent of the Partnership at that office is John R. White, 7166 N.W. 12th Street, Miami, Florida 33126.
4. The name and the business address of each General Partner is as follows:

<u>Name</u>	<u>Business Address</u>
GMS Management, Inc.	7166 N.W. 12th Street Miami, Florida 33126

5. A mailing address of the Partnership is 7166 N.W. 12th Street, Miami, Florida 33126.
6. The latest date upon which the Partnership shall dissolve is December 31, 2045.

IN WITNESS WHEREOF, the undersigned General Partner has executed the foregoing Certificate of Limited Partnership on the date indicated below affirming under penalties of perjury that the facts stated therein are true.

Date of Execution

MARCH 31, 1995

General Partner

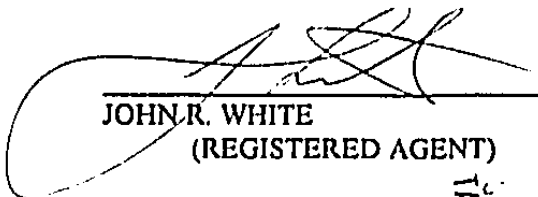
GMS MANAGEMENT, INC.

By: 
GUSTAVO ROBAYNA, President

CERTIFICATE ACCEPTING APPOINTMENT AS REGISTERED AGENT

MARLI INDUSTRIAL PACKAGING, LTD., desiring to organize under the laws of the State of Florida, has named the undersigned, John R. White, located at 7166 N.W. 12th Street, City of Miami, County of Dade, State of Florida, as its Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above stated Limited Partnership, at the address listed above, I hereby accept to act in this capacity, and agree to comply with the provision of the Florida Statutes relative to keeping open said office.



JOHN R. WHITE
(REGISTERED AGENT)

FILED
1995 MAY - 1 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A95000000711

LAW OFFICES
HALEY, SINAGRA & PEREZ, P.A.

SUITE 650
110 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
TEL. (305) 467-1300
FAX (305) 467-1372

JAMES T. HALEY
FRANK J. SINAGRA
ALEXANDER J. PEREZ
JAMES P. PAUL
JUAN A. GONZALEZ
RONALD G. ENGLERT
RODRIGUEZ FORTUQUERO
HOWARD S. TOLEAND
J. RANISCHWEILER

SCOTT M. HORN
KATHLEEN A. GAMMA
JAMES W. CARPENTER
TIMOTHY H. CRUTCHFIELD
LORRIE HEYER
JAMES J. HURCHALLA
HOWARD KAUFMAN
STEVEN H. RUBIN
FRANCESCA M. SIENI
JOHN J. URINE
DEBRA L. ZILMAN
RICHARD BERNSTEIN
OF COUNSEL

November 14, 1995

DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Limited Partnership Division

Re: FANT-A-GEM, LTD.
Amendment to Certificate of Limited Partnership
of Marli Industrial Packaging, Ltd.

Dear Sir or Madam:

Enclosed you will find this law firm's check in the amount of \$52.50 representing your fee to file an Amendment to Certificate of Limited Partnership of Marli Industrial Packaging, Ltd.

Also enclosed is a copy of the document which we request that you mark "filed" and return to the undersigned in the enclosed stamped, self-addressed return envelope.

Very truly yours,

Ronald G. Englert
Ronald G. Englert
For the Firm

Enclosures: document, check and envelope

cah-c1\WPDOC\FANTAGEM\STATE.AMD

12/22/95 a

400001639684
-11/16/95--01119--002
*****52.50 *****52.50

~~11789, 1064, 590, 671~~

11/20/95 a



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 20, 1995

RONALD G. ENGLERT, ESQUIRE
HALEY, SINAGRA & PEREZ, P.A.
110 EAST BROWARD BLVD., STE. 650
FT. LAUDERDALE, FL 33301

SUBJECT: MARLI INDUSTRIAL PACKAGING, LTD.
Ref. Number: A9500000711

We have received your document for MARLI INDUSTRIAL PACKAGING, 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):

The document must include the date of filing of its original certificate of limited partnership. Our records reflect the original certificate was filed on May 1, 1995. Please amend your document accordingly.

The enclosed annual report or reinstatement must be filed and the appropriate fee submitted before your document can be filed.

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 (904) 487-6920.

Ava Watson
Corporate Specialist

Letter Number: 595A00051171

LAW OFFICES
HALEY, SINAGRA & PEREZ, P.A.

SUITE 650
110 EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
TEL. (954) 467-1300
FAX (954) 467-1372

JAMES T. HALEY
FRANCIS SINAGRA
ALFONSO J. PEREZ
JAMES F. PAUL
JUAN A. GONZALEZ
RONALDO ENGLERT
BERNARDO TORRES
HOWARD S. TOMAND
FRANCOISE BERBER

SCOTT HUBBEN
RACHEL A. CAMBER
JAMES W. CARKNER
TIMOTHY H. CRUTCHFIELD
LORIE HEYER
JAMES J. HURCHALLA
LORRA F. KAUFMAN
STEVEN H. RUBIN
FRANCESCA M. SENE
DEBRA L. ZELMAN

RICHARD BERNSTEIN
OF COUNSEL

December 18, 1995

DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Ava Watson, Corporate Specialist
Limited Partnership Division

Re: FANT-A-GEM, LTD.
Limited Partnership Annual Report 1996
of Marli Industrial Packaging, Ltd.

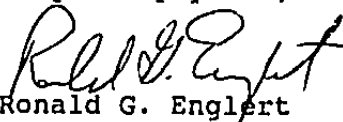
Dear Ms. Watson:

Enclosed you will find the following items in connection with Marli Industrial Packaging, Ltd.:

1. check in the amount of \$481.75 representing the fee to file the 1996 Limited Partnership Annual Report;
2. 1996 Limited Partnership Annual Report; and
3. copy of your letter dated November 20, 1995 and original Amendment to Certificate of Limited Partnership for filing.

Also enclosed are copies of the documents which we request that you mark "filed" and return to the undersigned in the enclosed stamped, self-addressed return envelope.

Very truly yours,


Ronald G. Englert
For the Firm

Enclosures: document, check and envelope

cax-C:\WPDOC\2066.1\STATE.F01

AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP
OF MARLI INDUSTRIAL PACKAGING, LTD.

RECEIVED
95 DEC 21 AM 10:18
STATE
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

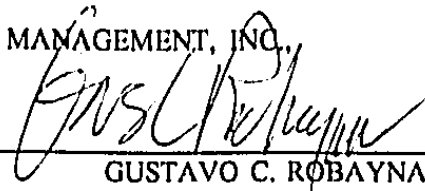
The undersigned, general partner of Marli Industrial Packaging, Ltd., a limited partnership formed under the laws of the State of Florida, does hereby certify:

1. The name of the partnership is changed to FANT-A-GEM, LTD.
2. The original Certificate of Limited Partnership was filed on May 1, 1995.
3. In all other respects, the Certificate of Limited Partnership remains the same.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal, affirming under penalties of perjury the facts stated herein true.

GENERAL PARTNER:

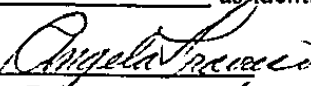
GMS MANAGEMENT, INC.

By: 
Print: GUSTAVO C. ROBAYNA
Title: President
Address: 7400 N. W. 7th Street
#109 - 2nd Floor
Miami, Florida 33126
Date: DEC. 8, 1995

STATE OF)
COUNTY OF)

The foregoing instrument was acknowledged before me this 11th day of December, 1995, by GUSTAVO C. ROBAYNA as President of GMS MANAGEMENT, INC., general partner, on behalf of the corporation. He is personally known to me or has produced FID # R150-283-55-085-0 as identification.

My Commission Expires:
My Commission Number Is:

sign 
print ANGELA TRAVIESO
State of Florida at Large (Seal)

ANGELA TRAVIESO
MY COMMISSION # CC 250276
EXPIRES: June 7, 1996
Bonded Thru Notary Public Underwriters

ANGELA TRAVIESO
MY COMMISSION # CC 250276
EXPIRES: June 7, 1996
Bonded Thru Notary Public Underwriters

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT 1996



FLORIDA DEPARTMENT OF STATE
Sandra Matham
Secretary of State
DIVISION OF CORPORATIONS

FILED
95 DEC 21 AM 8:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000711

MARLI INDUSTRIAL PACKAGING, LTD.

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

7400 NW 7th St

State, Apt. #, etc.

Suite 109

City, State & Zip

Miami FL 33126

2n. New Principal Office Address, if Applicable

7400 NW 7th St

State, Apt. #, etc.

Suite 109

City, State & Zip

Miami FL 33126

Mailing Address

7166 NW 12TH STREET
MIAMI FL 33126

Principal Office Address

7166 NW 12TH STREET 7400 NW 7th St Suite 109
MIAMI FL 33126 MIAMI FL 33126

If above addresses are incorrect in any way, file through the incorrect information and enter correct address in Block 2 and/or 2n

3. Date Formed or Registered to Do Business in FLORIDA
05/01/1995

3a. Date of Last Report
05/01/1995

4. State or Country of Formation
FL

5a. Capital Contributions as Shown on Record
\$48,980.00

5b. Amount of Capital Contributions in FLORIDA to date
48,980.00

6. FIF Number
65-0574375

Applied For
 Not Applicable

7. CERTIFICATE OF STATUS REQUIRED
\$0.75 Additional Fee required for a Certificate of Status

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$22.50 and a maximum of \$437.50
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE
482.75

9. Name and Address of Current Registered Agent

WHITE, JOHN R
7466 NW 12TH ST. 7400 NW 7th St Suite 109
MIAMI FL 33126 MIAMI FL 33126

10. If changed, new Registered Agent/Office

Name: John R White
Street Address (P.O. Box Number is Not Acceptable): 7400 NW 7th St Suite 109
State, Apt. #, etc.: Suite 109
City: MIAMI
Zip Code: FL 33126

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

GMS MANAGEMENT, INC.

11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)

7166 NW 12TH ST.

11b. City, State & Zip Code

MIAMI FL 33126

11c. Registrar/Document Number

P95000021982

12/22/95

AR - \$ 342.86
SF - \$ 138.75

Overpaid .144

900001670349
-12/26/95--01034--009
****481.75 ****481.75

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects, as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

John R White sec
GMS Management Inc G.P.

DATE 10-12-95

Typed or Printed Name of General Partner Signing Form John R White

Telephone Number 305-305-245-0500