

# A96000000735

MOUNT WASHINGTON PARTNERS, LTD  
c/o Richard Tyson and Eileen Tyson, TBE  
6801 E. Cypress Head Drive  
Parkland, Florida 33067

FILED

96 APR 12 PM 3:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

April 10, 1996

100001778851  
-04/12/96--01085--002  
\*\*\*\*\*87.00 \*\*\*\*\*07.00

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

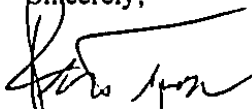
Re: Filing of Certificate and Affidavit of Limited Partnership - Mount Washington Partners, Ltd.

Dear Sir or Madam:

Please file the enclosed Certificate and Affidavit of Limited Partnership of Mount Washington Partners, Ltd. The filing fee of \$52.00, and the designation of registered agent fee of \$35.00 is enclosed

Thank you for your assistance in this matter.

Sincerely,

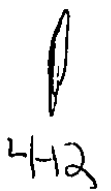


Richard Tyson  
for Richard Tyson & Eileen Tyson, TBE  
General Partner

TBE = Tenants By Entirety  
OK to file without FIC  
for TBE per KB. -  
let  
4/17/96

Enclosure  
cc: file

Name Availability	KWM
Document Examiner	KWM
Updater	KWM
Unfiled Verifier	KWM
Admission Agent	KWM
Notary	KWM



CERTIFICATE AND AFFIDAVIT OF LIMITED PARTNERSHIP

FILED

OF

96 APR 12 PM 3:30

MOUNT WASHINGTON PARTNERS, LTD.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THIS CERTIFICATE OF LIMITED PARTNERSHIP, dated April \_\_\_\_, 1996, has been executed and is filed pursuant to Section 620.108 of the Florida Revised Limited Partnership Act (the "Act") to form a limited partnership under the Act.

1. Name. The name of the limited partnership is **MOUNT WASHINGTON PARTNERS, LTD.**

2. Registered Office; Registered Agent. The address of the registered office and the name and address of the registered agent for service of process is:

Garry R. Spear, P.A.  
7280 W. Palmetto Park Road  
Suite 204  
Boca Raton, Florida 33433

3. Mailing Address and Principal Office. The mailing address for the limited partnership and the address of the principal office in the United States where records are to be kept or made available is:

c/o Richard Tyson and Eileen Tyson, TBE  
6801 E. Cypress Head Drive  
Parkland, Florida 33067

4. General Partner. The names, the mailing addresses, and the street addresses of the general partners are:

Grove Street, Inc. - F94000005678  
1317 Masonic #2  
San Francisco, California 94117

Richard Tyson and Eileen Tyson, TBE  
6801 E. Cypress Head Drive

Parkland, Florida 33067

5. Partnership Term. The latest date upon which the limited partnership is to exist is December 31, 2044, unless dissolved sooner pursuant to the Agreement of Limited Partnership governing the limited partnership.

6. Initial and Anticipated Capital Contributions. The initial capital contributions and anticipated capital contributions of the limited partners shall aggregate \$100.00.

EXECUTED on the date written first above.

Witnesses:

GENERAL PARTNER  
GROVE STREET, INC.

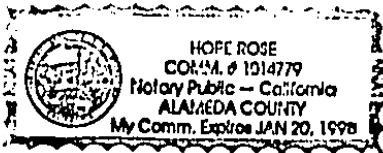
Kristin Erickson  
Patricia Hawtad

Jon Jon  
President

STATE OF CALIFORNIA

COUNTY OF Alameda

SUBSCRIBED AND SWORN TO before me by Jonathan Tyson, as President of Grove Street, Inc., as general partner, this 9th day of April, 1996. He is personally known to me or has produced a driver's license as identification and did take an oath.



Hope Rose  
Hope Rose  
Notary Public  
State of California

My commission expires: 1-20-98

Witnesses:

GENERAL PARTNER  
RICHARD TYSON & EILEEN TYSON, TBE

Stacy Rosen

Richard Tyson  
Richard Tyson, for Richard Tyson &  
Eileen Tyson, TBE

Richard Tyson

STATE OF FLORIDA

COUNTY OF BROWARD

SUBSCRIBED AND SWORN TO before me by Richard Tyson, signing for Richard Tyson and Bileen Tyson, TBE, as general partner, this 11 day of April, 1996. He is personally known to me or has produced a driver's license as identification and did take an oath.



REBECCA J. MATHEWS  
COMMISSION # CG 542158  
EXPIRES MAR 24, 2000  
BONDED THRU  
ATLANTIC BONDING CO., INC.

Rebecca J. Mathews  
Rebecca J. Mathews  
Notary Public  
State of Florida

My commission expires: 3/24/00

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 620.105(2), Florida Statutes, the following is submitted, in compliance with said Section:

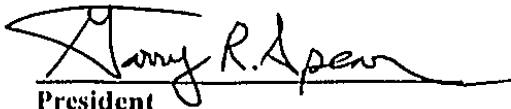
That MOUNT WASHINGTON PARTNERS, LTD., desiring to organize under the laws of the State of Florida, has named Garry R. Spear, P.A., located at 7280 W. Palmetto Park Road, Suite 204, Boca Raton, Florida 33433, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this certificate, Garry R. Spear, P.A., hereby agrees to act in this capacity, and agrees to comply with the provisions said Act relative to keeping open said office.

Dated this 3rd day of April, 1996

Garry R. Spear, P.A.

  
President

12/31/96

**A 96 00000735**

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COMPLETION

12:55 AM

((H96000018224 1))

TO: DIVISION OF CORPORATIONS  
FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694

FAX #: (904) 922-4000  
ACCT#: 072450003255  
FAX #: (305) 541-3770

NAME: MOUNT WASHINGTON PARTNERS, LTD.  
AUDIT NUMBER.....H96000018224  
DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....0  
PAGES..... 4  
DEL.METHOD.. FAX  
EST.CHARGE.. \$1,750.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:06:41

*A96-735*

Name Availability	<i>R 1-6</i>
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verify	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

FILED  
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TALLAHASSEE, FLORIDA

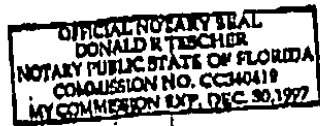
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TALLAHASSEE, FLORIDA

**AFFIDAVIT**

STATE OF FLORIDA )  
COUNTY OF DADE )

The undersigned General Partner of MOUNT WASHINGTON PARTNERS, LTD. ("General Partner"), being duly sworn, deposes and says:

The total capital contributions of the Limited Partnership through this date is \$535,621.00.



(CORPORATE SEAL)

GROVE STREET, INC.  
General Partner

By: Richard Tyson  
Richard Tyson, Secretary

The foregoing instrument was signed before me this 31 day of December, 1996, by Richard Tyson in the capacity indicated. He is personally known to me.

Donald R. Tescher  
Name: \_\_\_\_\_  
Commission No.: \_\_\_\_\_  
Notary Public  
State of Florida at Large

Prepared by: Donald R. Tescher, Esq.  
Florida Bar No. 121086  
Tescher Chaves Rubin Forman & Muller, P.A.  
9100 S. Dadeland Blvd., PH-1  
Miami, FL 33156  
(305) 670-0444

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TALLAHASSEE, FLORIDA

H96000018224

12/31/85 11:55 AM  
 A9600000735  
 EMPIRE CORPORATE KIT  
 CORPORATION  
 PUBLIC ACCESS SYSTEM  
 ELECTRONIC FILING

((H96000018224 1))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4000  
 FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
 CONTACT: RAY STORMONT  
 PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: MOUNT WASHINGTON PARTNERS, LTD.  
 AUDIT NUMBER.....H96000018224  
 DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT  
 CERT. OF STATUS..0 PAGES..... 4  
 CERT. COPIES.....0 DEL.METHOD.. FAX  
 EST.CHARGE.. \$1,750.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

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Availability	
Document Examiner	AL
Updater	AL
Updater Verifier	AL
Acknowledged	AL
W. P. Verifier	AL

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 TALLAHASSEE, FLORIDA

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 12/31/85 11:55 AM



JAN-03-1997 14:54

EMPIRE CORPORATE KIT

P.01/05

12/31/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

11:55 AM

((H96000018224 1))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MOUNT WASHINGTON PARTNERS, LTD.

AUDIT NUMBER.....H96000018224

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$1,750.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

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CORRECTION  
1-3-97

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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97 JAN -3 PM 3:13  
OFFICE OF CORPORATIONS

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

JAN-03-1997 16:39

EMPIRE CORPORATE KIT

P.01/07

1/03/97

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

4:15 PM

((H97000000156 4))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MOUNT WASHINGTON PARTNERS, LTD.

AUDIT NUMBER.....H97000000156

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$52.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
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\*\* ENTER 'M' FOR MENU. \*\*

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NUM CAPS Connect: 00:18:36

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORRECTION

RECEIVED  
97 JAN -6 AM 7:10  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

4

MOUNT WASHINGTON PARTNERS, LTD.

AMENDED AND RESTATED

A94000000735

CERTIFICATE

OF LIMITED PARTNERSHIP

The undersigned, pursuant to the provisions of Section 620.109 of the Florida Statutes, does hereby execute this Amended and Restated Certificate and Affidavit of Limited Partnership and does certify and swear to the following:

1. The name of the Limited Partnership is MOUNT WASHINGTON PARTNERS, LTD.

2. The mailing address and location of the records of the partnership required to be maintained shall be at 6801 East Cypress Head Drive, Parkland, Florida 33067.

3. The name and address of the agent for service of process is:

M & W AGENTS, INC.  
9100 South Dadeland Boulevard  
One Datzan Center, Suite 1707  
Miami, Florida 33156

4. The names and business addresses of the existing and additional General Partners are as follows:

General Partner	Address
GROVE STREET, INC. (P94000005678)	1317 Masonic #2 San Francisco, CA 94110
RICHARD TYSON & EILEEN TYSON as tenants by the entireties	6801 E. Cypress Head Parkland, FL 33067
SQUIRREL HILL CORPORATION (P94000067225)	6801 E. Cypress Head Parkland, FL 33067

5. The term for which the Partnership is to exist is

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
5 DEC 31 PM 2:22  
FILED

Prepared by: Donald R. Teascher, Esq.  
Florida Bar No. 121086  
Teacher, Chaves, Rubin, Foxman &  
Miller, P.A.  
9100 S. Dadeland Blvd., PH-1  
Miami, FL 33156 (305) 670.0444

H97000000156

H9700000156

December 31, 2044, unless sooner dissolved by written consent.

6. The capital contributions of the Limited Partners shall aggregate \$535,621.00.

7. The original Certificate of Limited Partnership was filed with the Secretary of State on April 12, 1996 and assigned document number A96000000735.

8. SQUIRREL HILL CORPORATION has been elected as an additional general partner and the partners have unanimously elected to continue the business of the partnership.

IN WITNESS WHEREOF, we the undersigned has hereunto set its hand and seal this 30 day of December, 1996.

ADDITIONAL GENERAL PARTNER:

(CORPORATE SEAL)

SQUIRREL HILL CORPORATION  
a Florida corporation

By: [Signature]  
Richard Tyson, President

ORIGINAL GENERAL PARTNERS:

(CORPORATE SEAL)

GROVE STREET, INC.  
a Delaware corporation

By: [Signature]  
Richard Tyson, Secretary

[Signature]  
RICHARD TYSON

[Signature]  
EILEEN TYSON

H9700000156

FILED  
DEC 31 1996  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H97000000156

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

SUBSCRIBED AND SWORN TO before me on behalf of SQUIRREL HILL CORPORATION and GROVE STREET, INC. by RICHARD TYSON, President and Secretary, respectively and individually, this 30 day of December, 1996, personally known to me.

OFFICIAL NOTARY SEAL  
DONALD R. TESCHER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC340419  
MY COMMISSION EXPIRES DEC. 30, 1997  
My Commission Expires:

*Donald R. Tescher*  
Notary Public  
State of Florida

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

SUBSCRIBED AND SWORN TO before me by EILEEN TYSON, individually, this 30 day of December, 1996, personally known to me.

OFFICIAL NOTARY SEAL  
DONALD R. TESCHER  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC340419  
MY COMMISSION EXPIRES DEC. 30, 1997  
My Commission Expires:

*Donald R. Tescher*  
Notary Public  
State of Florida

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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