

A9600001399

Requestor's Name
Address

TALLAHASSEE, FL 32301 681-9027
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1 Rosenfield Family Partnerships, Ltd. (Corporation Name) _____ (Document #) _____
- 2 Rosenfield Family Corporation (Corporation Name) _____ (Document #) _____
- 3 _____ (Corporation Name) _____ (Document #) _____
- 4 _____ (Corporation Name) _____ (Document #) _____

- ☒ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILING
 R. AGENT FEE 1,750.00
 S. COPY 35.00
 TOTAL 52.50
 N. BANK 1,837.50
 BALANCE DUE
 FEED

File 2nd

7/16/06

Examiner's Initials hjr

CERTIFICATE OF LIMITED PARTNERSHIP
OF
ROSENFIELD FAMILY PARTNERSHIP, LTD.

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is:

Rosenfield Family Partnership, Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is 4310 Anderson Road, Coral Gables, Florida, 33146.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Rosenfield Family Corp., 4310 Anderson Road, Coral Gables, Florida, 33146.

4. The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNER

Rosenfield Family Corp.,
a Florida corporation

BUSINESS ADDRESS

4310 Anderson Road
Coral Gables, Florida 33146

5. A mailing address for the Partnership is 4310 Anderson Road, Coral Gables, Florida, 33146.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

6. The latest date upon which the Partnership is to dissolve is December 31, 2050, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. An affidavit as to capital contributions of the limited partners is submitted herewith and hereby incorporated herein by reference.

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals to this Certificate this 19th day of July, 1996.

GENERAL PARTNER:

ROSENFELD FAMILY CORP.
a Florida corporation

By: 

President

95 JUL 26 PM 1:26

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Rosenfield Family Partnership, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act.

DATED this 19th day of July, 1996.

ROSENFELD FAMILY CORP.

By: 

Its: President

96 JUL 26 PM 1:26

NOTARY PUBLIC
JAMES E. ROSEN

Prepared by: Thomas C. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
ROSENFELD FAMILY PARTNERSHIP, LTD.

The undersigned, constituting the General Partner of Rosenfield Family Partnership, Ltd. (the "Partnership"), a Florida limited partnership, certify as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000,000.00 and no additional capital contributions are anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

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

ROSENFELD FAMILY CORP.,
a Florida corporation

By: _____

President

96 JUL 26 PM 1:26

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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-01/14/97--01140--006
***2335.00 ***1750.00

1/07/97 CORPORATE DETAIL RECORD SCREEN 8:40 AM
NUM: A96000001399 ST:FL ACTIVE/FL LP FLD: 07/26/1996
ACT CONT: 1,000,000.00
NAME : ROSENFIELD FAMILY PARTNERSHIP, LTD.
PRINCIPAL: 4310 ANDERSON ROAD
ADDRESS CORAL GABLES, FL 33146
RA NAME : ROSENFIELD FAMILY CORP.
RA ADDR : 4310 ANDERSON ROAD
CORAL GABLES, FL 33146
ANN REP : * NONE FILED *

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -3 PM 3:40

1. MENU, 3. PARTNERS

ENTER SELECTION AND CR:

Name	
Availability	
Amount	
Updater	
Updater	
Updater	
W. P. Verityer	LOC
W. P. Verityer	LOC

increasing
to
~~\$25,482,559.00~~
45,482,559.00

C. TAX	
FILING	1750.00
F.	

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of Rosenfield Family Partnership, Ltd., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is \$25,482,559 and future contributions of \$20,000,000 are anticipated to be made.

This 26th day of December, 1996.

FURTHER AFFIANT SAYETH NOT.

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

General Partner

Rosenfield Family Corp.


By George Rosenfield, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN -3 PM 3:40