

A97000002506

Charter Number Only

11/18/97 Andy K.
 Requestor's Name Jonathan Green
799 Brickell Plaza #700
 Address Miami, FL 33131
 City State ZIP Phone
#372-5100

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 -11/21/97--01101--008
 ***1837.50 ***1837.50

VALIDATION ONLY

FILED
 97 NOV 19 AM 11:41
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

CORPORATION(S) NAME

The Hessel Family Limited Partnership

RECEIVED
 97 NOV 19 AM 10:19
 DIVISION OF CORPORATION


Empire Toll Free: 1-800-432-3028

- | | | |
|---|--|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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

certified copy

G. TAX _____
 FILING 17.50.00
 R. AGENT FEE 31.00
 C. COPY 52.50
 TOTAL 101.00
 N. BANK _____
 BALANCE DUE _____
 REFUND _____

3/12
11/19/97

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

THE HESSEL FAMILY LIMITED PARTNERSHIP

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The parties hereto do hereby certify that an Agreement was made effective the 17 day of NOVEMBER, 1997, at Miami, Florida, by the following, herein called "General Partner":

FRANK JAY HESSEL

And by the following, hereinafter referred to as "Limited Partners":

**FRANK JAY HESSEL, JODI M. HESSEL, and the Trustee(s) of the
HESSEL FAMILY IRREVOCABLE TRUST**

The parties hereto, on the date described above, formed a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act.

1. **Name.** The Name of the Limited Partnership is **THE HESSEL FAMILY LIMITED PARTNERSHIP.**
2. **Principal Place of Business.** The location of the principal place of business of the Limited Partnership is 2000 South Bayshore Drive, Villa #31, Coconut Grove, Florida 33131. This is also the mailing address.
3. **Registered Agent and Office.** The registered agent for service of process for this Limited Partnership is FRANK JAY HESSEL at 2000 South Bayshore Drive, Villa #31, Coconut Grove, Florida 33131.
4. **The General Partner.** The General Partner of the Limited Partnership is:

Prepared By: JONATHAN H. GREEN, ESQ.
799 Brickell Plaza, Suite 700
Miami, Florida 33131
Florida Bar Number: 307513

LAW OFFICES JONATHAN H. GREEN & ASSOCIATES, P.A.

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

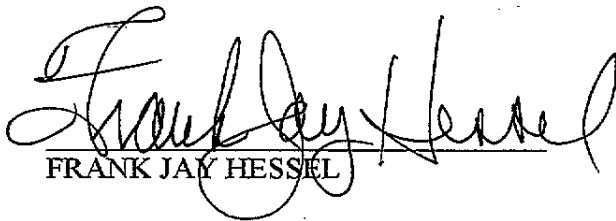
Pursuant to Chapter 620.105 Florida Statutes, the following is submitted in accordance with said Act:

That THE HESSEL FAMILY LIMITED PARTNERSHIP, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the Certificate of Limited Partnership in the City of Coconut Grove, County of Dade, State of Florida, has named FRANK JAY HESSEL whose address is 2000 South Bayshore Drive, Villa #31, Coconut Grove, Florida 33131, as its agent to accept service of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Dated this 17th day of NOVEMBER, 1997.


FRANK JAY HESSEL

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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TALLAHASSEE FLORIDA

The undersigned constituting all of the general partners of

THE HESSEL FAMILY LIMITED PARTNERSHIP, a Florida Limited

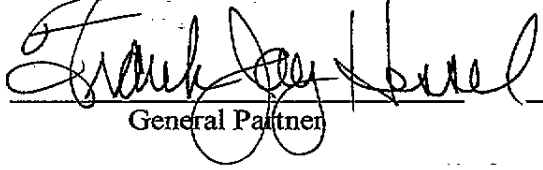
Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 5,000,000.00

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

This 17th day of NOVEMBER, 1997