

1

**LIMITED PARTNERSHIP  
UNIFORM BUSINESS REPORT (UBR)**

**DOCUMENT #** A99000000092  
**1. Entity Name**  
 XOF ENTERPRISES LIMITED PARTNERSHIP

**FILED**

03 APR -3 PM 5:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DO NOT WRITE IN THIS SPACE**

DO NOT WRITE IN THIS SPACE

**2. Principal Place of Business**  
 1370 Breakers West Blvd  
 Suite, Apt. #, etc.

**3. Mailing Address**  
 1370 Breakers West Blvd  
 Suite, Apt. #, etc.

**City & State**  
 West Palm Beach

**City & State**  
 West Palm Beach

**Zip** 33411 **Country** USA

**Zip** 33411 **Country** USA

**DUE BY MAY 1**

**4. FEI Number**  
 65-0886522

**Applied For**  
 Not Applicable

**5. Certificate of Status Desired**  **\$8.75 Additional Fee Required**

**DO NOT WRITE IN THIS SPACE**

**7. Name and Address of Current Registered Agent**

**Name**  
 Alice For

**Street Address (P.O. Box Number is Not Acceptable)**  
 1370 Breakers West Boulevard

**City** West Palm Beach **FL** **Zip Code** 33411

**8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.**

**SIGNATURE** \_\_\_\_\_ **DATE** \_\_\_\_\_  
Signature, typed or printed name of registered agent and title if applicable.

**9. Capital Contributions as Shown on record.** 1,000,000

**10. Amount of Capital Contributions in FLORIDA to date.** 1,000,000

**11. MAKE CHECK PAYABLE TO DEPT. OF STATE SEE REVERSE SIDE FOR FEE INFORMATION**

**A GENERAL PARTNER THAT IS A BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**  
**NOTE: General Partners MAY NOT be changed on the form; an amendment must be filed to change a general partner.**

12. GENERAL PARTNER INFORMATION			
DOCUMENT #	AF, INC. N/K/A XOF ENTERPRISES, INC	STREET ADDRESS	900015653829
NAME	1370 Breakers West Boulevard	CITY-ST-ZIP	04/10/03--01086--017 **2105.00
STREET ADDRESS	West Palm Beach, FL 33411		<i>AF</i>
CITY-ST-ZIP			
DOCUMENT #	ALICE FOX	STREET ADDRESS	
NAME	1370 Breakers West Boulevard	CITY-ST-ZIP	
STREET ADDRESS	West Palm Beach, FL 33411		
CITY-ST-ZIP			
DOCUMENT #	<b>VBR FOR 2000, 2001 2002 + 2003</b>	STREET ADDRESS	
NAME		CITY-ST-ZIP	
STREET ADDRESS			<b>DO NOT WRITE IN THIS SPACE</b>
CITY-ST-ZIP			
DOCUMENT #		STREET ADDRESS	
NAME		CITY-ST-ZIP	
STREET ADDRESS			
CITY-ST-ZIP			
DOCUMENT #		STREET ADDRESS	
NAME		CITY-ST-ZIP	
STREET ADDRESS			
CITY-ST-ZIP			

CR2E003B (12/01)

**14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a General Partner of the limited partnership or the receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes**

**SIGNATURE:** *[Signature]* **ALICE FOX, DIRECTOR AND PRESIDENT OF AF, INC. N/K/A XOF ENTERPRISES, INC., GENERAL PARTNER** *3/25/03*

A99000000092

(2)

MORRIS ENGELBERG &  
LAURIE E. MILGRIM, P. A.

MORRIS ENGELBERG  
LAURIE E. MILGRIM

ENGELEBERG & MILGRIM, P.A.  
PROFESSIONAL LIMITED LIABILITY COMPANY  
ATTORNEYS AT LAW  
YANKEE CLIPPER CENTER  
3230 STIRLING ROAD  
SUITE 1  
HOLLYWOOD, FLORIDA 33021  
HOLLYWOOD (954) 966-3900  
FAX (954) 981-2300

03  
PALM BEACH OFFICE  
125 WORTH AVENUE  
PALM BEACH, FLORIDA 33480  
TELEPHONE (561) 734-0410  
PLEASE DIRECT ALL MAIL  
TO HOLLYWOOD OFFICE

March 27, 2003

**PRIVILEGED COMMUNICATION**

**VIA CERTIFIED MAIL**

Mr. Buck Kohr  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

RE: XOF Enterprises Limited  
Partnership

AF, Inc. now known as  
XOF Enterprises, Inc.  
(After Amendment is Filed)

Dear Mr. Kohr:

Pursuant to your recent telephone conversation with Nancy of our offices in connection with the above-referenced entities, please be advised of the following:

- (1) Nancy called a couple of weeks ago and spoke to Mrs. Alice Fox, director and president of AF, Inc., one of the general partners of XOF Enterprises Limited Partnership, in connection with the Uniform Business Reports that should be filed annually with the State of Florida for AF, Inc. and XOF Enterprises Limited Partnership. She was following up to make sure that they had been filed and/or that Mrs. Fox was sending the same to our offices for instructions.
- (2) Mrs. Fox, who has been ill, told Nancy that she had no recollection of ever having received these forms in the past, and she further had her daughter, who is handling some of her affairs, check on the matter. We were informed that no papers have been received from the State of Florida for either AF, Inc. or XOF Enterprises Limited Partnership.
- (3) Nancy then called you at the Division of Corporations in Tallahassee, and you informed her that AF, Inc. was dissolved three years ago, and that the XOF Limited Partnership has been dissolved for four years.

AGG 000000092

3

Mr. Buck Kohr  
Division of Corporations  
March 27, 2003  
Page Two

03 APR -3 PM 5:48  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- (4) As previously discussed with you, Mrs. Fox is always timely in filing forms and paying taxes and fees, and if she had received these forms, she would have either taken care of them herself or sent them to us for instructions. It is apparent that these forms were never received by Mrs. Fox from the State of Florida.

Based on the aforementioned, we are certain that it absolutely is not the fault of the taxpayer that these forms were not filed. The individual taking care of these matters in the past did not follow up on the status of the same. We have come to the conclusion that based on his not following up on these matters, the documents have never been received by Mrs. Fox from the State of Florida due to the fact that the forms were not filed and the corporation and partnership are no longer active and have been dissolved.

- (5) **Based on the above, we respectfully request that all late filing penalties be waived, and based on your discussion with Nancy, we have enclosed herein the following:**

- (A) Two (2) originals of the Articles of Amendment to the Articles of Incorporation of AF, Inc. changing the name to XOF Enterprises, Inc. Said Amendment has been signed by Mrs. Alice Fox, director and president, and we have attached a check in the amount of \$35.00 made payable to the Secretary of State for the filing fee. This name change has been previously approved by you, and the name XOF Enterprises, Inc. was available.
- (B) The Uniform Business Report (Form UBR) for AF, Inc. now known as XOF Enterprises, Inc., which has been signed by Mrs. Alice Fox, president and director. Enclosed is a check in the amount of \$450 made payable to the Department of State. This amount covers the filing fees for the years of 2001, 2002 and 2003.
- (C) In connection with filing the Limited Partnership Uniform Business Report (Form UBR), we have enclosed herein the appropriate form signed by Mrs. Alice Fox, director and president of AF, Inc. now known as XOF Enterprises, Inc., a general partner of XOF Enterprises Limited Partnership. Enclosed is a check in the amount of \$2,105.00 made payable to the Department of State. This amount covers the filing fees for the years 2000, 2001, 2002 and 2003.

LAW OFFICES

ENGELBERG, CANTOR & MILGRIM, P. L.

Mr. Buck Kohr  
Division of Corporations  
March 27, 2003  
Page Three

A9900V000092

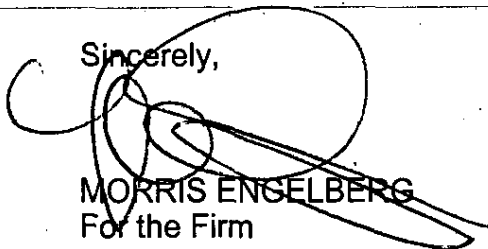
FILED  
MAR 27 2003  
PM 5:48  
STATE  
FLORIDA

4

We hope the above explanation and the enclosed documents meet with your requirements, and we thank you in advance for your anticipated cooperation in this regard. We appreciate your efforts and assistance in working with our offices to reinstate these entities, supplying us with the necessary documents, waiving the late filing penalties, etc.

If you have any questions or comments in connection with this matter, or if you need any additional documentation or explanation, please do not hesitate to contact our offices.

Sincerely,



MORRIS ENGELBERG  
For the Firm

ME:nh

Enclosures

cc. Mrs. Alice Fox  
Mrs. Caroline Fiore  
Dr. Robert Collins