

A99000000510

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

400002823684--8

-03/30/99--01062--014

***1793.75 ***1793.75

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

1. DAVIS PARTNERSHIP, LTD. (Corporation Name) _____ (Document #) _____
2. _____ (Corporation Name) _____ (Document #) _____
3. _____ (Corporation Name) _____ (Document #) _____
4. _____ (Corporation Name) _____ (Document #) _____

Walk in

Pick up time 2:00

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

FILED OF STATE
SECRETARY OF CORPORATIONS
99 MAR 30 PM 1:10

NEW FILINGS	
<input 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 checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

BPK
3/30/99

Examiner's Initials _____

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DAVIS PARTNERSHIP, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

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1. Name. The name of the Partnership is the DAVIS PARTNERSHIP, LTD.
2. Business Address. The principal place of business is 5380 North Ocean Drive, Apartment 15-H, Singer Island, Florida 33404.
3. Registered Agent. The Partnership has designated ADELE WHITENACK DAVIS as its Registered Agent.
4. Street Address of Registered Agent. The street address of the Registered Agent is 5380 North Ocean Drive, Apartment 15-H, Singer Island, Florida 33404.
5. Acceptance by Registered Agent. Having been named to accept service of process for the above stated Limited Partnership, at the initial registered office of the Limited Partnership in this State, I hereby accept to act in this capacity and agree to comply with the provisions of any applicable statute related thereto.

By: Adele Whitenack Davis
ADELE WHITENACK DAVIS, Resident Agent

6. Mailing Address. The mailing address of the Partnership is c/o ADELE WHITENACK DAVIS, 5380 North Ocean Drive, Apartment 15-H, Singer Island, Florida 33404.
7. Termination. The Partnership shall begin on date of filing of this Certificate with the Department of State and shall continue for twenty-five (25) years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.
8. The General Partners. The names and addresses of the General Partners are:

General Partner	Address
ADELE WHITENACK DAVIS	5380 North Ocean Drive Apartment 15-H Singer Island, Florida 33404
SHERRY D. KLEINMAN	17239 Avenue de la Herradura Pacific Palisades, California 90272

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SUSAN A. DAVIS	110 Greene Street Apartment 10-D New York, New York 10012
----------------	---

IN WITNESS WHEREOF, the undersigned, as General Partners, have hereunto set their hands and seals this 15th day of January, 1999.

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

[Handwritten Signature]
[Handwritten Signature]

[Handwritten Signature]
ADELE WHITENACK DAVIS

Witnesses

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

SHERRY D. KLEINMAN

Witnesses

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

SUSAN A. DAVIS

Witnesses

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DIVISION OF CORPORATIONS
99 MAR 30 PM 1:10

SUSAN A. DAVIS	110 Greene Street Apartment 10-D New York, New York 10012
----------------	---

IN WITNESS WHEREOF, the undersigned, as General Partners, have hereunto set their hands and seals this _____ day of _____, 1999.

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

John Neri
Antony Wilson

Adele Whitnack Davis
ADELE WHITENACK DAVIS

Witnesses

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

Sarah M. Harty

Sherry D. Kleinman
SHERRY D. KLEINMAN

Witnesses

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

SUSAN A. DAVIS

Witnesses

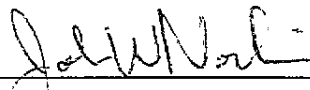
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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 MAR 30 PM 1:10

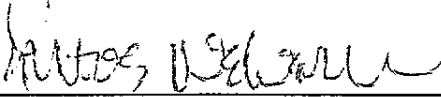
SUSAN A. DAVIS	110 Greene Street Apartment 10-D New York, New York 10012
----------------	---

IN WITNESS WHEREOF, the undersigned, as General Partners, have hereunto set their hands and seals this _____ day of _____, 1999.

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER







ADELE WHITENACK DAVIS

Witnesses

Signed, Sealed and Delivered
in the presence of:

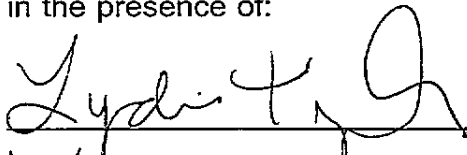
GENERAL PARTNER

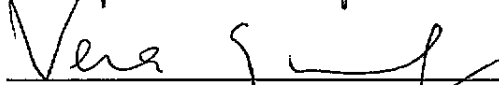
SHERRY D. KLEINMAN

Witnesses

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER







SUSAN A. DAVIS

Witnesses

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
TO THE
DAVIS PARTNERSHIP, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

BEFORE ME, the undersigned, constituting all of the General Partners of DAVIS PARTNERSHIP, LTD., a Florida Limited Partnership, certify as follows:

1. Amount of Initial Contribution. The amount of capital contributions to date of the Limited Partners is \$ 3,000,000.00.
2. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.

DATED: This 15th day of January, 1999.

FURTHER AFFIANTS SAYETH NAUGHT.

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

Signed, Sealed and Delivered
in the presence of:

GENERAL PARTNER

John W. ...
...

Adele W. Whitnack Davis
ADELE WHITENACK DAVIS

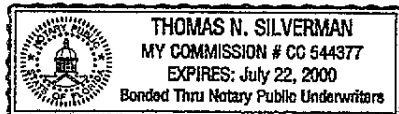
Witnesses

The foregoing instrument was acknowledged before me by ADELE WHITENACK DAVIS, a General Partner, (Personally known to me OR who produced _____ as identification).

WITNESS my hand and official seal in Palm Beach County, State of Florida, this 15th day of January, 1999.

(SEAL)

Thomas N. Silverman
Notary Public State of
Florida, at Large



My commission expires:

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DIVISION OF CORPORATIONS
99 MAR 30 PM 1:10

Signed; Sealed and Delivered
in the presence of:

GENERAL PARTNER

Karen M. Hutton

Sherry D. Kleinman
SHERRY D. KLEINMAN

Alan M. Klein
Witnesses

The foregoing instrument was acknowledged before me by SHERRY D. KLEINMAN, a General Partner (~~Personally known to me~~ OR who produced CALIF DL # N4106094 as identification).

WITNESS my hand and official seal in Los Angeles County, State of CALIFORNIA, this 2ND day of MARCH, 1999.

(SEAL)

[Signature]
Notary Public State of
CALIFORNIA

My commission expires: AUG 03 - 2002



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SECRETARY OF CORPORATIONS
99 MAR 30 PM 1:10

Signed; Sealed and Delivered
in the presence of:

GENERAL PARTNER

[Signature]
[Signature]
Witnesses

[Signature]
SUSAN A. DAVIS

The foregoing instrument was acknowledged before me by SUSAN A. DAVIS, a
General Partner (Personally known to me OR who produced _____
_____ as identification).

WITNESS my hand and official seal in N.Y. County County, State of
New York, this 2nd day of March, 1999.

(SEAL)
LYDIA TUGENDRAJCH
Notary Public, State of New York
No. 02TU4665412
Qualified in New York County
Commission Expires Aug. 31 2000

[Signature]
Notary Public State of
New York
My commission expires: Aug 31, 2000

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

FILED STATE
SECRETARY OF CORPORATIONS
99 MAR 30 PM 1:10

The following is submitted pursuant to Chapter 620, Florida Statutes:

DAVIS PARTNERSHIP, LTD., desiring to organize under the laws of the State of Florida, has named ADELE WHITENACK DAVIS, whose address is 5380 North Ocean Drive, Apartment 15-H, Singer Island, Florida 33404, as its initial registered 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 initial registered office of the Limited Partnership in this State, I hereby accept to act in this capacity and agree to comply with the provisions of any applicable statute related thereto.

Dated this 15th day of January, 1999.

By: Adele Whitenack Davis
ADELE WHITENACK DAVIS, Resident Agent