

# A99000000 706

## FILING COVER SHEET

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 APR 28 AM 10:09

REFERENCE:

0168. 6567

DATE:

4-28-99

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

EC Limited Partnership

STATE FEES PREPAID WITH CHECK #

4792

FOR \$

148.75

500002854745--8  
-04/28/99--01047--019  
\*\*\*\*148.75 \*\*\*\*148.75

PLEASE FILE:

ARTICLES OF INC.

AMENDMENT

DISSOLUTION

ANNUAL REPORT

MERGER

WITHDRAWAL

QUALIFICATION

LIMITED PARTNERSHIP  ANNUAL REPORT

FICTITIOUS NAME

LIMITED LIABILITY

REINSTATEMENT

TRADEMARK/SERVICE

UCC-1

UCC-3

PROVIDE US WITH:

CERTIFIED COPY

CERTIFICATE OF STATUS

STAMPED COPY

RECEIVED  
99 APR 28 AM 10:37

Examiner's Initials



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

File 1st

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR 28 AM 09:09

April 28, 1999

CINDY HICKS  
CORPORATE & CRIMINAL RESEARCH  
TALLAHASSEE, FL

PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.

SUBJECT: 5C LIMITED PARTNERSHIP  
Ref. Number: W99000009972

We have received your document for 5C LIMITED PARTNERSHIP and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$148.75 payment.,

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 299A00022669

RECEIVED  
99 APR 29 PM 4:11  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**5c LIMITED PARTNERSHIP OF CENTRAL FLORIDA, a Florida Limited Partnership**

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DIVISION OF CORPORATIONS  
99 APR 23 AM 10:09

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

**ARTICLE I - Name:**

The name of the Limited Partnership is:

**5c LIMITED PARTNERSHIP OF CENTRAL FLORIDA, a Florida Limited Partnership**

**ARTICLE II - Office Address:**

The street address of the principal office of the Limited Partnership is:

571 West Kings Highway  
Center Hill, FL 33514

**ARTICLE III - Agent for Service of Process**

The name and address of the agent for service of process on the Limited Partnership is L. David Shear, Esquire, Shear, Newman, Hahn & Rosenkranz, P.A., 201 E. Kennedy Boulevard, Suite 1000, Tampa, FL 33602.

**ARTICLE IV - General Partner:**

The name and address of the general partner is:

Marshall Chernin  
707 Seagate Drive  
Tampa, FL 33602

**ARTICLE V - Mailing Address:**

The mailing address of the Limited Partnership is:

571 West Kings Highway  
Center Hill, FL 33514

**ARTICLE VI - Duration:**

The latest date upon which the Limited Partnership shall dissolve is December 31, 2099.

**ARTICLE VII - Effective Date:**

The effective date of this Certificate of Limited Partnership shall be the date in which it is properly filed with the Secretary of State of Florida. The execution of this Certificate of Limited Partnership by the undersigned General Partner constitutes an affirmation under the penalties of perjury that these facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of 5c Limited Partnership OF CENTRAL FLORIDA, a Florida Limited Partnership, this 27 day of April, 1999

By:   
Name: Marshall Chernin  
As Its: General Partner

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99 APR 28 AM 10:09

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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99 APR 28 AM 10:09

PURSUANT TO THE PROVISIONS OF SECTION 620.105, FLORIDA STATUTES, THE  
UNDERSIGNED LIMITED PARTNERSHIP SUBMITS THE FOLLOWING STATEMENT TO  
DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF  
FLORIDA.

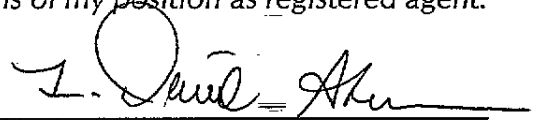
1. The name of the limited partnership is:

**5c Limited Partnership** of Central Florida a Florida  
Limited Partnership

2. The name and the Florida street address of the registered agent are:

L. David Shear, Esquire  
Shear, Newman, Hahn & Rosenkranz, P.A.  
201 East Kennedy Boulevard, Suite 1000  
Tampa, FL 33602

*Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



SIGNATURE

1

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR 28 AM 10:09

AFFIDAVIT OF CAPITAL CONTRIBUTIONS:

STATE OF FLORIDA )  
COUNTY OF HILLSBOROUGH )

BEFORE ME, the undersigned, personally appeared Marshall Chernin, the General Partner of 5c Limited Partnership of Central Florida, a hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

A. The total amount of capital contributions to the Partnership made by the Limited Partners of the Partnership is as follows:

Total Capital Contributions \$ 10.00  
of the Limited Partners

No additional Limited Partner contributions are anticipated.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

By: Marshall Chernin  
Marshall Chernin  
As its: General Partner

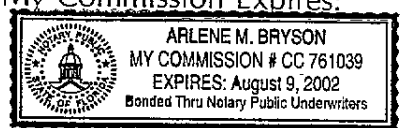
Date: 4-28-99

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to make acknowledgments in and for the State and County set forth above, personally appeared MARSHALL CHERNIN, the General Partner of 5c Limited Partnership of Central Florida, a Florida Limited Partnership known to me and known by me, or who has produced a valid driver's license, to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as the General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 28th day of April, 1999.

Arlene M. Bryson  
Notary Public  
Print Name: Arlene M. Bryson

My Commission Expires:



(SEAL)

[0433258.0\*]