



THE UNITED STATES  
CORPORATION  
COMPANY

# A010000000636

ACCOUNT NO. : 0721000000032

REFERENCE : 135938 4327512

AUTHORIZATION : *Patricia Pigot*

COST LIMIT : \$ ~~78.75~~

ORDER DATE : May 2, 2001

ORDER TIME : 11:34 AM

ORDER NO. : 135938-005

CUSTOMER NO: 4327512

CUSTOMER: Ms. Samara S. Holland  
Quarles & Brady

4501 N. Tamiami Trail  
Suite 300  
Naples, FL 34103

DOMESTIC FILING

NAME: 1936 LIMITED

EFFECTIVE DATE:

000004132110--0

☐ ARTICLES OF INCORPORATION  
☒ CERTIFICATE OF LIMITED PARTNERSHIP  
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAY -2 PM 12: 17  
NOTED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

FILED  
01 MAY -9 PM 1: 19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*132*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 2, 2001

SANDRA MATHIS  
CSC  
TALLAHASSEE, FL

SUBJECT: 1936 LIMITED  
Ref. Number: W01000009946

**RESUBMIT**

Please give original

submission date as file date.

FILED  
01 MAY -9 PM 7:19  
SECRETARY OF STATE  
TALLAHASSEE, FL  
OFFICE OF THE SECRETARY OF STATE

We have received your document for 1936 LIMITED and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

In Item 4, you must specify TWO ADDRESSES. You must tell us the PRINCIPAL OFFICE ADDRESS and you must tell us the MAILING ADDRESS. Both addresses can be the same, but you must tell us that.

ALSO, please revise your AFFIDAVIT. The AFFIDAVIT must specify TWO DEFINITE MONEY AMOUNTS. First, you must tell us the total limited partner contribution to date.

Then you must tell us the TOTAL AMOUNT CONTRIBUTED AND ANTICIPATED TO BE CONTRIBUTED BY THE LIMITED PARTNERS.

Because the partnership will be required to file a supplemental affidavit when and if the second amount is ever exceeded, it is very important that this amount be clearly stated.

We would strongly advise you to use the language on the attached form.

ALSO, the \$78.75 amount will not be sufficient. As the AFFIDAVIT amounts aren't clear, we cannot determine the filing fee, but it will be at least \$787.50.

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: 201A00026099

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**1936 LIMITED**

FILED  
01 MAY -9 PM 1:10  
SECRETARY OF  
TALLAHASSEE, FLORIDA

THIS CERTIFICATE is executed this 14 day of May, 2001, pursuant to Chapter 620,

Florida Statutes, as amended, and the Limited Partnership Agreement of 1936 LIMITED (the "Partnership").

1. Name. The Partnership's name is 1936 LIMITED.
2. Partnership's Business. The Partnership's business is:

(a) to acquire, hold for investment and ultimately realize upon the securities contributed to the Partnership upon the Partnership's formation;

(b) to acquire, hold of investment and ultimately realize upon other securities and other property acquired by the Partnership, including real property, contract rights, and other property interests, whether tangible or intangible;

(c) as owner of the Partnership Property, to invest, reinvest, sell and dispose of the Partnership Property of proceeds thereof and to exercise all rights, powers, privileges, and other incidents of ownership with respect thereto; and

(d) to perform all undertakings, pay all costs and expenses and do all such other acts and things as the General Partner may deem necessary or desirable to carry out the foregoing objects and purposes.

The Partnership may also do all things not otherwise illegal under the laws of the State of Florida.

3. Registered Agent. The name and mailing address of the Partnership's registered agent are:

Walter James Smith  
791 Fifth Avenue South  
Naples, Florida 34102

4. Business Address. The address of the principal office of the Partnership is:

Walter James Smith  
791 Fifth Avenue South  
Naples, Florida 34102

5. Mailing Address. The mailing address of the Partnership is:

Walter James Smith  
791 Fifth Avenue South  
Naples, Florida 34102

6. Partners. The names and mailing addresses of the general partners are:

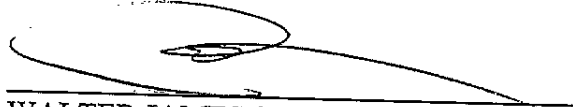
Walter James Smith  
791 Fifth Avenue South  
Naples, Florida 34102

John Anson Smith  
791 Fifth Avenue South  
Naples, Florida 34102

FILED  
01 MAY -9 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


7. Dissolution. The latest date on which the Partnership is to be dissolved and its affairs wound up is December 31, 2036.

IN WITNESS WHEREOF, the undersigned general partners have signed this certificate on the day and year first above written.

  
WALTER JAMES SMITH,  
General Partner

  
JOHN ANSON SMITH,  
General Partner

Having been named to accept service of process for 1936 LIMITED, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of the Florida Revised Uniform Limited Partnership Act relative to the keeping of said office and the proper and complete performance of its duties.

  
WALTER JAMES SMITH

Dated: May 7, 2001

STATE OF FLORIDA  
COUNTY OF COLLIER

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF 1936 LIMITED**

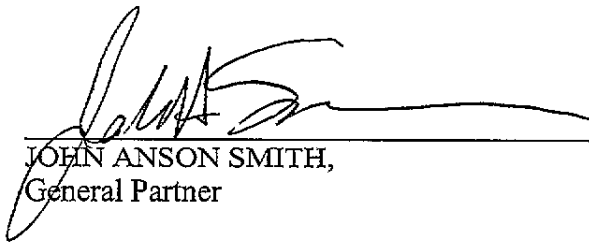
**FILED**  
**01 MAY -9 PM 1:19**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared WALTER JAMES SMITH and JOHN ANSON SMITH, who being by me first duly sworn, depose and say:

1. That WALTER JAMES SMITH and JOHN ANSON SMITH are all of the general partners of 1936 LIMITED, a Florida limited partnership (the "Partnership").
2. The amount of capital contributions to date of the limited partners is \$100,000.00.
3. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100,000.00.

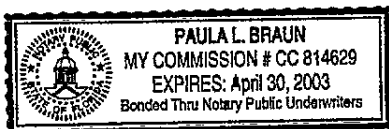


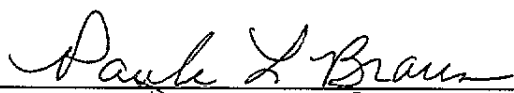
\_\_\_\_\_  
WALTER JAMES SMITH,  
General Partner



\_\_\_\_\_  
JOHN ANSON SMITH,  
General Partner

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of May, 2001, by WALTER JAMES SMITH and JOHN ANSON SMITH, who are personally known to me.



  
\_\_\_\_\_  
Print Name: Paula L. Braun  
Notary Public  
State of Florida At Large  
Commission No.: CC 814629  
My Commission Expires: 4-30-03