

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-341-8062 • Fax (850) 222-4222

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Walter H. Fischer
Limited Partnership

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- ☐ Art of Inc. File
- ☒ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF
WALTER H. FISCHER LIMITED PARTNERSHIP
A Florida Limited Partnership

The undersigned, acting as formers of a Limited Partnership under the Florida Revised Uniform Partnership Act, adopt the following certificate for such limited partnership.

1. Name. The name of this Limited Partnership is WALTER H. FISCHER LIMITED PARTNERSHIP

2. Business. The general character of the Partnership business shall be to manage its assets, including the initial capital contributions of the Partners, with emphasis on preservation and growth.

3. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 2431 Merida Circle, The Villages, Florida 32159, at which place the records shall be maintained.

4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is DARLENE MILLER, 2431 Merida Circle, The Villages, Florida 32159, who acknowledges by signature hereunder, that it accepts same.

5. The General Partner. The name and business address of the General Partner is as follows:

GENERAL PARTNER

FHW, Inc.

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PLACE OF BUSINESS

2431 Merida Circle
The Villages, Florida 32159

6. Mailing Address. The mailing address of the Limited Partnership is 2431 Merida Circle, The Villages, Florida 32159.

7. Term. The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve exactly thirty (30)

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years after the date of the beginning of said term, unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

8. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.

9. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his or her capital contribution except upon dissolution of the Partnership.

10. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportion as the Partners' then capital interest accounts, unless retained for Partnership investment and business activities.

11. Sale or Transfer of Interest in Partnership. A Limited Partner shall not have the right to sell or transfer his or her interest in the Partnership without the prior written consent of the partners, unless the transfer is a permitted transfer, as explained in detail by the Partnership Agreement.

12. Additional Limited Partners. The General Partner may admit additional limited partners.

13. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

14. Continuance of Business. Upon the death, retirement or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary, by unanimous vote, a new successor General Partner.

15. Property Other than Cash. A Limited Partner may not demand property other than cash in return for his or her contributions.

16. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Limited Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A," Affidavit of the Amount of the Capital Contributions of the

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Limited Partners, and Any Amount Anticipated to be Contributed by the Limited Partners,
attached hereto, with an agreed value of \$ 2,600,000.00.


IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the
23rd day of December, 1999.

GENERAL PARTNER:

By: FHW, Inc.


DARLENE MILLER, President

REGISTERED AGENT:


DARLENE MILLER

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STATE OF TEXAS
CORPORATIONS

"SCHEDULE A"

WALTER H. FISCHER LIMITED PARTNERSHIP

"AFFIDAVIT OF THE AMOUNT OF THE CAPITAL
CONTRIBUTIONS OF THE LIMITED PARTNERSHIP,
AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED
BY THE LIMITED PARTNERS"

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The undersigned presents this Affidavit, given under oath, to affirm the following:

1. The amount of the capital contributions to date of the Limited Partnership of
WALTER H. FISCHER LIMITED PARTNERSHIP is \$ 2,600,000.00.

2. The amount contributed and anticipated to be contributed by the Limited Partners at
this time totals \$ 2,600,000.00.

BY: FHW, Inc., General Partner

Darlene Miller
DARLENE MILLER, President

Dated: December 23, 1999

STATE OF FLORIDA

COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED before me this 23rd day of December,
1999, by DARLENE MILLER, President of FHW, Inc., who acknowledged it as its free act and
deed and who is personally known to me or who produced driver's license
as identification.

My Commission Expires:



Kenneth M. Jones
MY COMMISSION # CC522043 EXPIRES
April 30, 2000
BONDED THRU TROY FAIR INSURANCE, INC.