

TELEPHONE (305) 670-2800 TELEFAX (305) 670-4919

**TWO DATRAN CENTER** 9130 SOUTH DADELAND BOULEVARD **SUITE 1705** MIAMI, FLORIDA 33156

March26, 2000

## Via Overnight Federal Express

5000 -004 \*\*\*1837.00 \*\*\*1837.00

> [1]  $\Box$

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Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Sheridan Partners Phase II, Ltd. Re: Gentlemen:

Enclosed please find the Certificate of Limited Partnership and Affidavit of Capital Contributions along with copies and a check in the amount of \$1,837.00 to cover the following:

Registered Agent Designation Fee Certified Copy Fee	\$1,750.00	
	\$	35.00
	\$	52.00

Thank you for your prompt attention to this matter.

Very truly yours

Robert A. Kanziger

RAK/il Enclosures

cc: Fred Burns

## CERTIFICATE OF LIMITED PARTNERSHIP OF SHERIDAN PARTNERS PHASE II, LTD. a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is SHERIDAN PARTNERS PHASE II, LTD.

2. The address of the office of the Partnership is 6129 S.W. 70<sup>th</sup> Street, South Miami, Florida 33143.

3. The name and address of the agent for service of process on the Partnership is Robert A. Kanziger, Esquire, 9130 S. Dadeland Blvd., Suite 1705, Miami, Fl.33456.

 Signature of Registered Agent: (to accept designation as Registered Agent

Robert A. Kanziger, Registered Agent

5. The name and business address of the sole general partner is F. B. Burns, Corp., 6129 S.W. 70<sup>th</sup> Street, South Miami, Florida 33143.

6. The mailing address of the Partnership is .P.O. Box 432810, Miami, Elorida 33243-2810.

7. The latest date on which the Partnership shall dissolve is December 31, 2099

The execution of this certificate by the undersigned General Partner Constitutes affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been excepted on behalf of the sole General Partner of SHERIDAN PARTNERS PHASE II, LTD. on <u>May 126</u>, 2000.

F. B. BURNS, CORP., General Partner

By:

Sworn to and subscribed before me on this  $\frac{26}{5}$  day of May , 2000, by FREDRIC B. BURNS, who is personally known to me or who has produced a identification.

Killio,

ORFICIAL NOTARY SEAL MILLIE J WILLIAMS NOTARY FUBLIC STATE OF FLORIDA COMMISSION NO. CC521683 MY COMMISSION EXP. OCT. 10,2001 Notary Public -- State of Florida (name, typed or printed) mille J. Williams

My Commission Expires. 10/10/2001

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

## STATE OF FLORIDA COUNTY OF MIAMI DADE

Before me, the undersigned authority, personally appeared FREDRIC B. BURNS, President of F. B. BURNS, CORP., the sole general partner of SHERIDAN PARTNERS PHASE II, LTD. (the "Partnership"), who was sworn, certified as follows:

1. The amount of capital contributions to date of the limited partners is ONE HUNDRED TWENTY EIGHT THOUSAND (\$128,000.00) DOLLARS.

2. The total amount contributed and anticipated to be contributed by the limited partners at the time totals \$1,500,000.00.

Under penalties of perjury, I declare that I alleged are true, to the best of my knowledge and I		
	F. B. BURNS, CORP. $SHO = 1$	
	By:	
Sworn to and subscribed before me on this by FREDRIC B. BURNS, who is personally know as identification.		

Notary Public -- State of Florida (name, typed or printed) MILLIE J. WILLIAMS

My Commission Expires. 10/10/2001

