



THE UNITED STATES
CORPORATION
COMPANY

A00000000973

ACCOUNT NO. : 072100000032

REFERENCE : 732356 11626A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 15 PM 3:05

ORDER DATE : June 15, 2000

ORDER TIME : 2:33 PM

ORDER NO. : 732356-015

CUSTOMER NO: 11626A

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-06/16/00--01001--010
***1837.50 ***1837.50

CUSTOMER: Ms. Gail Neuharth
MYERS KRAUSE & STEVENS
MYERS KRAUSE & STEVENS
Suite 600
5811 Pelican Bay Boulevard
Naples, FL 34108

DOMESTIC FILING

NAME: MARSHALL VENTURES, LTD.

~~FILE SECOND~~

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

RECEIVED
00 JUN 15 PM 3:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

BK 6/15

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARSHALL VENTURES, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 15 PM 5:05

The undersigned sole general partner, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

1. **Name of Limited Partnership.** The name of the limited partnership is MARSHALL VENTURES, LTD.
2. **Office for Maintenance of Business Records.** The address of the office at which the records of the limited partnership will be kept is c/o MARSHALL VENTURES, INC., Grosvenor, PH-B, 6001 Pelican Bay Boulevard, Naples, FL 34108-8166.
3. **Agent for Service of Process.** The name and address of the partnership's agent for service of process in Florida are Lester B. Law, Esq., c/o Myers Krause & Stevens, Chartered, Suite 600, 5811 Pelican Bay Boulevard, Naples, Florida 34108.
4. **General Partner.** The name and business address of the General Partner in the Limited Partnership is as follows:

<u>Name</u>	<u>Address</u>
MARSHALL VENTURES, INC.	Grosvenor, PH-B, 6001 Pelican Bay Boulevard Naples, FL 34108-8166.

P00000058281
5. **Mailing Address of Partnership.** The mailing address of the limited partnership is Grosvenor, PH-B, 6001 Pelican Bay Boulevard, Naples, FL 34108-8166.
6. **Latest Date of Dissolution.** The latest date on which the limited partnership is to dissolve is December 31, 2050.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

Dated as of this 14th day of June 2000.

GENERAL PARTNER:
MARSHALL VENTURES, INC.,
a Florida corporation


By: CHARLES MARSHALL
Its President

I hereby accept appointment as registered agent for the partnership


LESTER B. LAW

**AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
MARSHALL VENTURES, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 05 PM 5:05

The undersigned, constituting the sole General Partner of MARSHALL VENTURES, LTD., declares that the capital contributions of the Limited Partner in the partnership are as follows:

The Limited Partners have made or anticipate to make capital contributions of \$10,000,000.

Further Affiant sayeth not. Under penalties of perjury, we declare that we have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

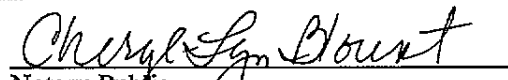
GENERAL PARTNER:
MARSHALL VENTURES, INC.
a Florida corporation,


By: CHARLES MARSHALL
Its President

STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 14th day of June 2000, by CHARLES MARSHALL, the President of MARSHALL VENTURES, INC., as General Partner of MARSHALL VENTURES, LTD., who ☒ is personally known to me or who ☐ has produced a driver license as identification, and who did take an oath.


Notary Public
State of Florida
My Commission Expires:
My Commission Number:



Cheryl-Lyn Blount
Commission # CC 890132
Expires Apr. 12, 2002
Bonded Thru
Atlantic Bonding Co., Inc.

(Printed, typed or stamped commissioned name of Notary Public)

AUTHORIZATION TO USE THE NAME

MARSHALL VENTURES, LTD.

I, the undersigned, being the sole incorporator of MARSHALL VENTURES, INC., and being the President of the corporation of MARSHALL VENTURES, INC., the sole General Partner of the partnership to be named "MARSHALL VENTURES, LTD." hereby permit and authorize the partnership to use the name "MARSHALL VENTURES, LTD."



CHARLES MARSHALL
Incorporator and President of MARSHALL
VENTURES, INC., the General Partner of
MARSHALL VENTURES, LTD.

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