

LEIGH M. FISHER
ATTORNEY AT LAW

Telephone: (941) 549-3933
Facsimile: (941) 549-8658

LEIGH M. FISHER

March 13, 2000

A00000001386

State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Shaeffner Family Limited Partnership
Our File No. 99F-07

Reply to:
P.O. Drawer 101465
Cape Coral, FL 33910

1505 S.E. 40th Street
Cape Coral, FL 33904
1000 Del Prado Building

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP - 5 AM 9:23

21 Estate Tax 03/21/2000
Batch 1065 Trans 0011/110020
Acct. # 3333333333 Run # 01
4111 1000 Bill \$1,802.50

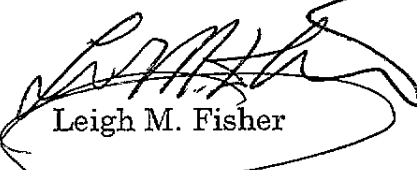
To Whom It May Concern:

Enclosed for filing please find an original and one copy of the Certificate of Limited Partnership of the above-referenced partnership along with our check #1343 in the amount of \$1,802.50, being the maximum filing fee of \$1,750.00 plus \$52.50.

800003386038--0

Please return a copy of the filed Certificate to this office. An envelope is provided for this purpose.

Respectfully,


Leigh M. Fisher

LMF/jrd

Enclosures as noted

Availability	alt
Document Examiner	alt
Updater	
Updater	
Verifier	
Acknowledgment	
* P. Verifier	

TC \$400,000.00
WOB-11806
FF \$380,000
med
PFF \$1750.00
RA 35.00
cc 52.50

alt 9/7

RECEIVED

APR 07 REC'D
REVENUE ACCOUNTING SECTION
DEPT. OF REVENUE

①

CNPPJ72 - 01 RUN DATE 06/27/2000 AS OF 06/27/2000
FLAIR - CENTRAL ACCOUNTING

450000
PAGE 1

POSTED JOURNAL TRANSACTIONS BY SMDN WITHIN INITIATING OLO AND SITE

AUDIT LOCATION - STATEWIDE
OLO 450000 - DEPARTMENT OF STATE
SITE - NO TITLE

SMDN C0000031917 ADDEND D01491

ACCOUNT CODE	CF	TC	OBJECT	AMOUNT	ACCOUNT CODE	CF	TC	OBJECT
45 20 2 130001 45300000 00 000100 00		45	0010	1,802.50				

TRANSACTION CODE TOTAL - 45 1,802.50

TR 96
45301010
R2
001015
000100

3 0000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 30, 2000

LEIGH M. FISHER, ATTY.
PO DRAWER 101465
CAPE CORAL, FL 33910

SUBJECT: SCHAEFFNER FAMILY LIMITED PARTNERSHIP
Ref. Number: W00000016806

We have received your document for SCHAEFFNER FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1802.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

- ✓ The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes. ✓
- ✓ Section 620.108, Florida Statutes, requires the certificate include the names and street addresses of the general partners. ✓
- ✓ The effective date cannot be prior to or more than 90 days after the date of filing in this office. ✓
- ✓ Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document. ✓
- ✓ Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners. ✓
- ✓ Section 620.114, Florida Statutes, requires the original certificate of limited partnership, an affidavit, a certificate of cancellation, or supplemental affidavit to be signed by all of the general partners. ✓

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) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 300A00037101

LEIGH M. FISHER

ATTORNEY AT LAW

Telephone: (941) 549-3933

Facsimile: (941) 549-8658

LEIGH M. FISHER

August 30, 2000

Reply to:
P.O. Drawer 101465
Cape Coral, FL 33910

1505 S.E. 40th Street
Cape Coral, FL 33904
(4000 Del Prado Building)

VIA UPS NEXT DAY AIR

Ms. Brenda Tadlock
Sr. Corporate Section Administrator
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Shaeffner Family Limited Partnership
Your Letter No. 300A00037101
Our File No. 99F-07

Dear Ms. Tadlock:

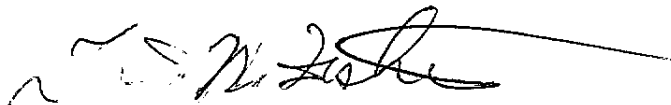
In response to your letter of June 30, 2000, enclosed for filing please find an original and one copy of the Affidavit of Capital Contributions for Florida Limited Partnership and an amended Certificate of Limited Partnership of the above-referenced partnership. ✓

I hope that these corrected documents satisfy the deficiency noted in your letter. ✓

Please return a copy of the filed Affidavit and Certificate to this office. An envelope is provided for this purpose. ✓

Please call if there are any further problems.

Respectfully,

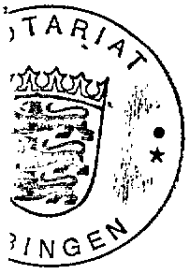


Leigh M. Fisher

LMF/sls

Enclosures as noted

✓



CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to Florida Statute 620.02, the undersigned desire to form a limited partnership, do hereby sign and swear to this Certificate of Limited Partnership.

1. **NAME OF PARTNERSHIP:** The name of the partnership shall be the **SCHAEFFNER FAMILY LIMITED PARTNERSHIP** hereinafter referred to as the "Partnership".

2. **BUSINESS OF PARTNERSHIP:** The partnership shall be for the purpose of engaging in the business of land development and rental property ownership, and in such other related business as may be agreed by the partners.

3. **PLACE OF BUSINESS:** The principal place of business of the partnership shall be at 621 East Cape Coral Parkway, Cape Coral, Florida 33904, and in such other place or places as may be agreed on by the partners. The partnership's mailing address is 621 East Cape Coral Parkway, Cape Coral, Florida 33904..

4. **NAME AND PLACE OF RESIDENCE OF THE GENERAL PARTNER:**

DIETER SCHAEFFNER, as sole general partner
Muhlenberg Strasse 19,
Horb, Germany, 72160

5. **TERM OF PARTNERSHIP. DISSOLUTION:**

(a) **Term. Dissolution:** The partnership shall commence on the date of filing with the office of the Secretary of State of Florida and continue thereafter for an unstipulated time ending:

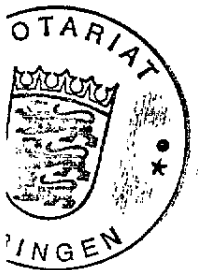
- (1.) On the dissolution of the partnership by law;
- (2.) On the dissolution at any time agreed on by the general partners; or
- (3.) On dissolution following sixty (60) days written notice by the general partner.

(b) **Value of Partner's Interest:** The value of a general partner's interest in the partnership shall be computed by

- (1) adding the totals of:
 - (a) his capital account,
 - (b) his income account, and
 - (c) any other amounts owed to him by the partnership, and
- (2) subtracting from the sum of the above totals the sum of the totals of:
 - (a) his drawing account and
 - (b) any amount owed by him to the partnership.

6. **CONTRIBUTIONS OF LIMITED PARTNERS:** Each limited partner, as

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DIVISION OF CORPORATIONS
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his respective share, shall contribute to the capital of the partnership the sum of Three Thousand Eight Hundred and No/100 DOLLARS (\$3,800.00) per share for each share owned by him of a total of one hundred (100) shares.

7. TOTAL CONTRIBUTIONS: The anticipated limited partner contributions total is Three Hundred Eighty Thousand and No/100 DOLLARS (\$380,000.00).

8. ADDITIONAL CONTRIBUTIONS: The limited partners have not agreed to contribute additional sums:

9. RETURN OF CAPITAL CONTRIBUTION: On the termination of the interest of a limited partner, there shall be payable to such limited partner, or to his estate, the value of his interest. Such payment shall be made within one hundred and eighty (180) days of the termination of the limited partner's interest.

10. SHARE OF PROFITS BY LIMITED PARTNERS: For each share owned, a limited partner shall receive those shares proportionate amount of the net profits of the partnership after deduction of management fee and reserve account.

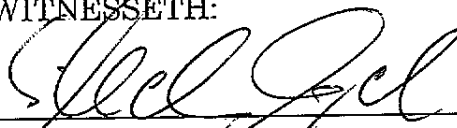
11. SHARE OF PROFITS BY GENERAL PARTNER: The General Partner shall receive ten percent (10%) of the net profit of the Partnership after deduction of management fee and reserve account.

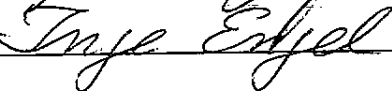
12. SUBSTITUTION OF LIMITED PARTNERS: No limited partner may, without written consent of all of the partners, substitute a partner in his stead.

13. ADMISSION OF ADDITIONAL LIMITED PARTNERS: Additional limited partners may be admitted to the partnership on such terms as may be agreed on in writing between all the partners and such new partners.

14. The Registered Agent for service of process of the Schaeffner Family Limited Partnership is Robert LaRocco and the street address for the Registered Agent is 621 East Cape Coral Parkway, Cape Coral, Florida 33904.

WITNESSETH:





Inge Engel



DIETER SCHAEFFNER
General Partner

Attest: _____

Unterschriftsbeglaubigung:

Umstehende, auf Seite 2 befindliche und heute vor mir vollzogene
Unterschrift des mir persönlich bekannten

Herrn Dieter S c h ä f f n e r , Diplom-Ingenieur (FH),
wohnhaft in 72160 Horb a.N., Mühlenbergstraße 19,
geboren am 28. April 1943

beglaubige ich ~~xxxx~~ hiermit.

Tübingen, den 23. August 2000.
- Notariat Tübingen -

(Harter)
N o t a r

Urkundenrolle II Nr. 456/2000
Notariat Tübingen

Kosten: Wert: 120.000.-- DM
Gebühr nach § 45 KostO.
(St.A. 48,30 DM)
16 % Umsatzsteuer

--: 72,50 DM

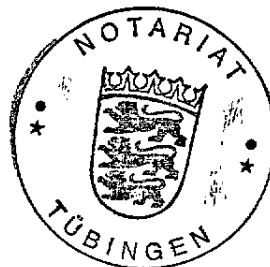
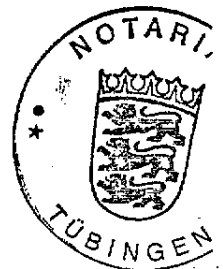
--: 11,60 DM

84,10 DM
=====

AV. II/2000

Den 23. August 2000.
Notar

(Harter)

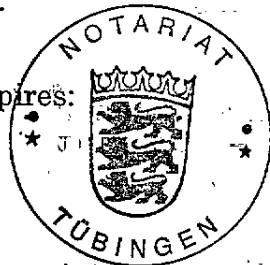


STATE OF Germany

COUNTY OF Tübingen

The foregoing instrument was acknowledged before me this 23 day of August, 2000 by **DIETER SCHAEFFNER**, sole general partner of Schaeffner Family Limited Partnership, who is personally known to me ~~or~~ ^{and} has produced Florida driver's license or photo identification and ☐ did ☒ did not take an oath.

My commission expires:



Helmut Harter
Notary Public Notar Helmut Harter
beim Notariat Tübingen in
Type or Print Name of Notary Public
D 72070 Tübingen, Schulberg 10

I hereby accept appointment as registered agent of Schaeffner Family Limited Partnership, a Florida Limited Partnership, upon whom process, tax notice or demands may be served.

Dated this 23 day of August, 2000.

Robert LaRocco
Robert LaRocco

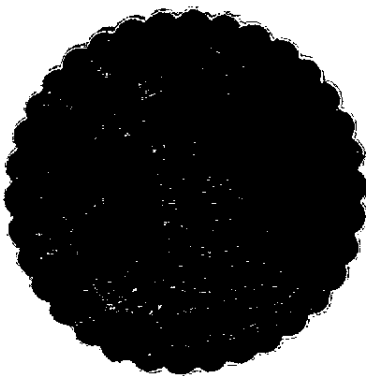
Unterschriftsbeglaubigung:

Umstehende, heute vor mir vollzogene Unterschrift des mir
persönlich bekannten.

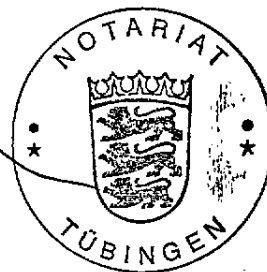
Herrn Dieter S c h ä f f n e r , Diplom-Ingenieur (FH),
wohnhafte in 72160 Horb a.N., Mühlenbergstraße 19,
geboren am 28. April 1943

beglaubige ich hiermit.

Tübingen, den 23. August 2000.
- Notariat Tübingen -



(Harter)
N o t a r



Urkundenrolle II Nr. 455/2000
Notariat Tübingen

Kosten: Wert: 120.000.-- DM

Gebühr nach § 45 KostO.

(St.A. 48,30 DM)

16 % Umsatzsteuer

-: 72,50 DM

-: 11,60 DM

84,10 DM

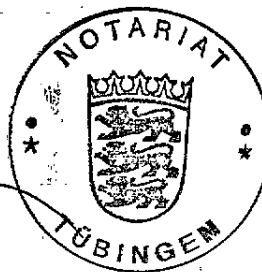
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AV. II/2000

Den 23. August 2000.

Notar

(Harter)



**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned-constituting all of the general partners of the SCHAEFFNER
FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$380,000.

The total amount contributed and anticipated to be contributed by the limited
partners at this time totals \$400,000.

Signed this 23 day of August, 2000.

FURTHER AFFIANT SAYETH NOT.

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

Dieter Schaeffner
Dieter Schaeffner, Sole General Partner

STATE OF Germany)
COUNTY OF Tübingen) SS

The foregoing instrument was acknowledged before me this 23 day of
August, 2000 by **DIETER SCHAEFFNER**, sole general partner of Schaeffner
Family Limited Partnership, who is personally known to me ^{and} or has produced
driver's license or photo identification and () did ☒ did not take an oath.

My commission expires:



Notary Public
Notar Helmut Harter

Type or Print Name of Notary Public
beim Notariat Tübingen in
72070 Tübingen, Schulberg 10

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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