

**CORPORATE  
ACCESS,  
INC.**

**A00000001470**

2 East Avenue, Tallahassee, Florida 32301

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

**WALK IN**

PICK UP 9/25/00



CERTIFIED COPY

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FILING

*Ltd*

FILED  
SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1.) Sunset Properties, Ltd  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

*9007900050252*

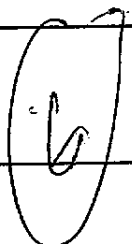
3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

*WVVVV*

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

100003402141--9  
-09/25/00--01022--028  
\*\*\*1785.00 \*\*\*1785.00

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)



SPECIAL INSTRUCTIONS

*B/C 9/26*

RECEIVED  
00 SEP 25 AM 9:33  
DIVISION OF CORPORATION

"When you need ACCESS to the world"  
CALL THE FILING AND RETRIEVAL AGENCY DEDICATED TO SERVING YOU!



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 25, 2000

CORPORATE ACCESS

TALLAHASSEE, FL

SUBJECT: SUNSET PROPERTIES, LTD.  
Ref. Number: W00000023238

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00 SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Corrected*  
*W/26/00*

We have received your document for SUNSET PROPERTIES, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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: 900A00050252

RECEIVED  
00 SEP 26 PM 2:13  
DIVISION OF CORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SUNSET PROPERTIES GENERAL, LTD.

FILED  
00 SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, desiring to form the Limited Partnership of Sunset Properties General, Ltd. (the "Partnership"), pursuant to the Revised Uniform Limited Partnership Act of the State of Florida, hereby adopt, file, swear to and certify this Certificate:

1. Name. The name of the Partnership is Sunset Properties General, Ltd. (the "Partnership").
2. Location of the Principal Office and Mailing Address of the Partnership. The principal office of the Partnership referred to in Section 620.105, Florida Statutes, is located at and its mailing address is 270 Greenwood Drive, Key Biscayne, Florida 33149.
3. Agent for Service of Process. The name and address of the agent for service of process on the Partnership shall be Henry S. Tellam, Jr., 270 Greenwood Drive, Key Biscayne, Florida 33149.
4. Name and Business Address of the Partners. The names and business addresses of the Partners, General and Limited, respectively, are as follows:

General Partner:

Sunset Properties General, Inc.  
10005-10075 SW 72<sup>nd</sup> Street  
Miami, Florida 33173

P00000082170

Limited Partners:

Alfred A. Cosentino & Concetta Cosentino,  
husband & wife, as tenants-by-the-entirety  
with full rights of survivorship  
5507 Zinnia Street, Leesburg, FL 34748

Henry S. Tellam, Jr. & Nancy W. Tellam,  
husband & wife, as tenants-by-the-entirety  
with full rights of survivorship  
270 Greenwood Drive, Key Biscayne, FL 33149

Elmer E. Webb, Trustee of the Elmer E. Webb  
Revocable Trust u/a/d March 28, 1994,  
as amended & restated  
35526 Estes Road, Eustis, FL 32736

Nancy J. Webb, Trustee of the Nancy J. Webb  
Revocable Trust u/a/d March 28, 1994,  
as amended & restated  
35526 Estes Road, Eustis, FL 32736

5. Term of the Partnership. The Partnership shall commence on September 25, 2000, and continue in existence until December 31, 2040, unless sooner terminated, liquidated or dissolved by law or in accordance with the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereby have sworn to and signed and will cause to be duly filed this Certificate of Limited Partnership. This Certificate is executed this 11<sup>th</sup> day of August, 2000.

“GENERAL PARTNER”

Sunset Properties General, Inc.

By: Henry S. Tellam, Jr.  
Henry S. Tellam, Jr., President

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SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF Miami-Dade

The foregoing instrument was acknowledged was acknowledged before me this 11<sup>th</sup> day of August, 2000, by HENRY S. TELLAM, JR, President of Sunset Properties General, Inc., as General Partner. Said person did not take an oath and (check one)  is personally known to me,  produced a drivers license (issued by a state of the United States within the last five (5) years) as identification, or  produced other identification, to wit: \_\_\_\_\_

Barbara J. Stickney  
Print Name: \_\_\_\_\_

Notary Public - State of Florida

Commission Number:

My Commission Expires:



Barbara J Stickney  
My Commission CC810882  
Expires March 18, 2003

STATE OF FLORIDA

COUNTY OF Miami-Dade

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00 SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Henry S. Tellam, Jr., President of Sunset Properties General, Inc., as General Partner for Sunset Properties, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, certified on behalf of the General Partner and the Partnership as follows:

1. The amount of the capital contributions made to the Partnership by the limited partners is Two Million One Hundred Sixty-Eight Thousand Five Hundred Thirty Dollars and 65/100 (\$2,168,530.65).

2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$0.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

"GENERAL PARTNER"

Signed, sealed and delivered in the presence of:

Sunset Properties General, Inc.

John Tellam  
Print Name: JOHN TELLAM

By: Henry S. Tellam, Jr.  
Henry S. Tellam, Jr., President

Nancy W. Tellam  
Print Name: NANCY TELLAM

The foregoing Affidavit was acknowledged before me this 11<sup>th</sup> day of August, 2000, by HENRY S. TELLAM, JR., President of Sunset Properties General, Inc., as General Partner. Said person did not take an oath and (check one)  is personally known to me,  produced a drivers license (issued by a state of the United States within the last five (5) years) as identification.

Barbara J. Stickney  
Print Name:

Notary Public

Commission Number:

My Commission Expires:

Barbara J. Stickney  
My Commission CC810882  
Expires March 18, 2003

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED  
AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED  
00 SEP 25 PM 2:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Section 620.192, Florida Statutes, the following is submitted:

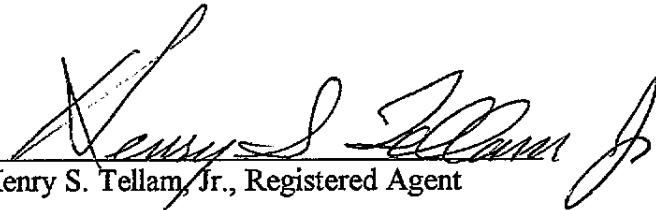
GENERAL,

SUNSET PROPERTIES, LTD., a limited partnership formed pursuant to the laws of the State of Florida with its registered office at 270 Greenwood Drive, Key Biscayne, Florida 33149, has named and designated Henry S. Tellam, Jr., as its Registered Agent to accept service of process within the State of Florida at said address.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named limited partnership, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 1 day of September, 2000.

  
Henry S. Tellam, Jr., Registered Agent

f:\sunset\designation reg agent

Henry Tellam SS# 218-22-1891  
Nancy Tellam SS# 212-28-3201