

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100 Tallahassee, Florida 32301  
(850) 224-1970 • (850) 341-8062 • Fax (850) 222-1222

**A0100000061**

Verano Professional Park Ltd.

LP- 35.00

700003533167--0  
-01/11/01--01074--002  
\*\*\*1000.00 \*\*\*1000.00

700003533167--0  
-01/11/01--01074--003  
\*\*\*758.75 \*\*\*758.75

- ☐ 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

FILED  
01 JAN 11 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DECLINED  
01 JAN 11 AM 11:09  
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
VERANO PROFESSIONAL PARK, LTD.**

01 JAN 11 PM 3:33  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Limited Partnership of **VERANO PROFESSIONAL PARK, LTD.**, a Florida limited partnership, is made this 16 day of November, 2000, by CRAFT BUILDING CORPORATION, a Florida corporation ("General Partner"); and 1326 OCEAN AVENUE REALTY CORPORATION, a Florida corporation, DALAS D. DISNEY and JEANNE M. DISNEY, joint tenants with rights of survivorship, and ANTHONY P. DEL DUCA (being hereinafter sometimes referred to as "Limited Partners"); the General Partner and the Limited Partners being sometimes hereinafter collectively referred to as the "Partners".

**WHEREAS**, General Partner and the Limited Partners intend to execute a Limited Partnership Agreement (the "Limited Partnership Agreement") in furtherance of their desire to form a Florida limited partnership to be known as **VERANO PROFESSIONAL PARK, LTD.** (the "Partnership"); and

**WHEREAS**, General Partner desires to form the Partnership by executing this Certificate of Limited Partnership in duplicate and filing an original hereof with the Department of State of the State of Florida;

**NOW, THEREFORE**, the undersigned hereby certifies that:

1. Name. The name of the Partnership is **VERANO PROFESSIONAL PARK, LTD.**
2. Office. The address of the Partnership's office is 4501 Tamiami Trail North, Suite 300, c/o Quarles & Brady LLP, Naples, Florida 34103.
3. Statutory Agent. The name and address of the agent of the Partnership for service of process required to be maintained by Section 620.105 of the Florida Statutes is Naples-Lawdock,

Inc., 4501 North Tamiami Trail North, Suite 300, Naples, Florida 34103.

4. General Partner. The name and business address of the sole General Partner of the Partnership is **CRAFTTECH BUILDING CORPORATION**, a Florida corporation, 319 Lambton Lane Naples, Florida 34104.

5. Mailing Address. The mailing address for the Limited Partnership is 4501 North Tamiami Trail North, Suite 300, c/o Quarles & Brady LLP, Naples, Florida 34103.

6. Dissolution. The latest date upon which the Partnership is to be terminated and dissolved is the last day of December 31, 2050.

IN WITNESS WHEREOF, the necessary party hereto has executed this Certificate as of the day and year first above written, and has sworn to the above Certificate.

GENERAL PARTNER:

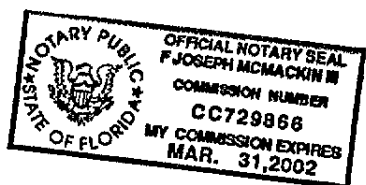
(Corporate Seal)

**CRAFTTECH BUILDING CORPORATION**, a  
Florida corporation

By: Kenneth W. Brown  
Kenneth W. Brown, as President

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 16 day of NOVEMBER, 2000, by Kenneth W. Brown, as President of **CRAFTTECH BUILDING CORPORATION**, a Florida corporation, who is personally known to me.



[Signature]  
NOTARY PUBLIC

TYPED OR PRINTED NAME OF NOTARY  
MY COMMISSION EXPIRES:

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Kenneth W. Brown, as President of CRAFTTECH BUILDING CORPORATION, a Florida corporation, being sworn, upon his oath deposes and says:

1. CRAFTTECH BUILDING CORPORATION, a Florida corporation is the sole General Partner of VERANO PROFESSIONAL PARK, LTD., a Florida limited partnership, according to that certain Limited Partnership Agreement by and between CRAFTTECH BUILDING CORPORATION and the Limited Partners named therein.

2. This affidavit is being made in accordance with Section 620.108(1) of the Florida Statutes.

3. Pursuant to the Limited Partnership Agreement, the Limited Partners have agreed to make a Capital Contribution to the Partnership as follows:

#### I. First Capital Contribution

(a)	1326 Ocean Avenue Realty Corporation	\$ 100
(b)	Dalas D. Disney & Jeanne M. Disney	\$ 30,000
(c)	Anthony Del Duca	\$ 30,000

#### II. Anticipated Capital Contribution

(a)	1326 Ocean Avenue Realty Corporation	\$399,900
(b)	Dalas D. Disney & Jeanne M. Disney	\$ 70,000
(c)	Anthony Del Duca	\$ 70,000

4. Pursuant to the Limited Partnership Agreement, the General Partner will make an initial \$8,000 Capital Contribution to the Partnership and an anticipated \$17,000 to the Partnership.

FURTHER AFFIANT SAITH NOT.

(Corporate Seal)

CRAFTTECH BUILDING CORPORATION, a  
Florida corporation

By: Kenneth W. Brown  
Kenneth W. Brown, as President

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 16 day of NOVEMBER, 2000, by Kenneth W. Brown, as President of CRAFTTECH BUILDING CORPORATION, a Florida corporation, who is personally known to me.



[Signature]  
NOTARY PUBLIC

TYPED OR PRINTED NAME OF NOTARY  
MY COMMISSION EXPIRES:

**ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT**

Having been named Registered Agent to accept service of process for **VERANO PROFESSIONAL PARK, LTD.**, at the designated Registered Office, the undersigned is familiar with and accepts the obligations of said appointment, and agrees to comply with the provisions of Florida Statutes relative to keeping open said office.

Date: Nov 14<sup>th</sup>, 2000

**FLORIDA-LAWDOCK, INC.**

Registered Agent

By: 

F. Joseph McMackin III, Esq.,  
Its: President

FILED  
JAN 11 PM 2:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was sworn to and subscribed before me this 14<sup>th</sup> day of November, 2000, by F. Joseph McMackin III as President of **FLORIDA-LAWDOCK, INC.**, who is personally known to me.



  
NOTARY PUBLIC

Judy C. Hamilton  
TYPED OR PRINTED NAME OF NOTARY  
MY COMMISSION EXPIRES: