

Division of Corporations

Page 1 of 1

**A02000000547**

## Florida Department of State

Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State**MJH**

## Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000079463 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

## To:

Division of Corporations  
Fax Number : (850)205-0383

## From:

Account Name : STEARNS WEAVER MILLER, ET AL.  
Account Number : 076077002504  
Phone : (305)789-3200  
Fax Number : (305)789-3395**FLORIDA LIMITED PARTNERSHIP**

Hampton Property Holdings, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	05
Estimated Charge	\$148.75

Electronic Filing Menu

Corporate Filing

Public Access Help

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR 10 PM 4:34

FILED

DIVISION OF CORPORATION

02 APR 10 PM 2:07

RECEIVED

H02000079463 4  
**MEMORANDUM**

**TO:** Florida Department of State

**FROM:** Jackie Gerstenfeld

**RE:** Hampton Property Holdings, Ltd.

**DATE:** April 10, 2002

---

The Articles of Incorporation of each of TCG Hampton Properties, Inc. and Hampton Properties, Inc., the general partners of the above-referenced limited partnership, have been filed contemporaneously herewith.

FILED  
02 APR 10 PM 4:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H02000079463 4

H02000079463 #

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HAMPTON PROPERTY HOLDINGS, LTD.**

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partners of HAMPTON PROPERTY HOLDINGS, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:  
**HAMPTON PROPERTY HOLDINGS, LTD.**
2. The office and principal place of business for the Partnership currently is:  
2937 S. W. 27th Avenue, Suite 303  
Coconut Grove, Florida 33133
3. The name and address of the agent for service of process on the Partnership

are:

Brian J. McDonough  
2200 Museum Tower  
150 West Flagler Street  
Miami, Florida 33130

4. The names and addresses of the General Partners of the Partnership are:

TCG Hampton Properties, Inc. *P02-39145*  
2937 S. W. 27th Avenue, Suite 303  
Coconut Grove, Florida 33133

Hampton Properties, Inc. *P02-39145*  
4707 N. W. 53rd Avenue, Suite A  
Gainesville, Florida 32606

5. The mailing address of the Partnership is:

2937 S. W. 27th Avenue, Suite 303  
Coconut Grove, Florida 33133

6. The latest date upon which the Partnership shall dissolve is December 31,

2052.

Filed by: J. Gerstenfeld, Corp. Legal Asst.  
Stearns Weaver Miller Weissler, et al  
150 West Flagler Street, Suite 2200  
Miami, Florida 33130  
T: 305-789-3545/F: 305-789-3395

FILED  
02 APR 10 PM 4:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H02000079463 #

H02000079463 4

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: April 10<sup>th</sup>, 2002

TCG HAMPTON PROPERTIES, INC., a  
Florida corporation, a General Partner

By: 

Lloyd Baggio, President

HAMPTON PROPERTIES, INC., a Florida  
corporation, a General Partner

By: \_\_\_\_\_

Howard K. Wallace, President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Brian J. McDonough hereby accepts his appointment as registered agent for HAMPTON PROPERTY HOLDINGS, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: April 10<sup>th</sup>, 2002

  
Brian J. McDonough

H02000079463 4

H02000079463 #

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: April \_\_\_\_, 2002

TCG HAMPTON PROPERTIES, INC., a  
Florida corporation, a General  
Partner

By: \_\_\_\_\_  
Lloyd Boggio, President

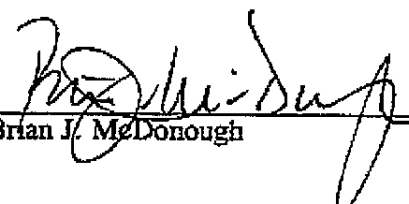
HAMPTON PROPERTIES, INC., a Florida  
corporation, a General Partner

By:   
Howard K. Wallace, President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

Brian J. McDonough hereby accepts his appointment as registered agent for HAMPTON PROPERTY HOLDINGS, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: April 10, 2002

  
Brian J. McDonough

H02000079463 #

H02000079463 4

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA       )  
                                  ) SS:  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio, as President of TCG HAMPTON PROPERTIES, INC., a Florida corporation, and Howard K. Wallace, as President of HAMPTON PROPERTIES, INC., a Florida corporation, as General Partners of HAMPTON PROPRTY HOLDINGS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.98.
2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TCG HAMPTON PROPERTIES, INC., a  
Florida corporation, a General Partner

By:   
Lloyd Boggio, President

HAMPTON PROPERTIES, INC., a Florida  
corporation, a General Partner

By: \_\_\_\_\_  
Howard K. Wallace, President

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of April, 2002 by Lloyd Boggio, as President of TCG Hampton Properties, Inc., a Florida corporation, a General Partner of Hampton Property Holdings, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

  
Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA  
MARIA E. COLON  
COMMISSION # CC856635  
EXPIRES 11/17/2003  
BONDED THRU ASA 1-888-NOTARY1

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of April, 2002 by Howard K. Wallace, as President of Hampton Properties, Inc., a Florida corporation, a General Partner of Hampton Property Holdings, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

H02000079463 4

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA        )  
                                  ) SS:  
COUNTY OF DADE        )

BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio, as President of TCG HAMPTON PROPERTIES, INC., a Florida corporation, and Howard K. Wallace, as President of HAMPTON PROPERTIES, INC., a Florida corporation, as General Partners of HAMPTON PROPERTY HOLDINGS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.98.
2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TCG HAMPTON PROPERTIES, INC., a  
Florida corporation, a General  
Partner

By: \_\_\_\_\_  
Lloyd Boggio, President

HAMPTON PROPERTIES, INC., a Florida  
corporation, a General Partner

By: Howard K. Wallace  
Howard K. Wallace, President

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of April, 2002 by Lloyd Boggio, as President of TCG HAMPTON PROPERTIES, INC., a Florida corporation, a General Partner of Hampton Property Holdings, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.

\_\_\_\_\_  
Print or Stamp Name:  
Notary Public, State of Florida at Large  
Commission No.:  
My Commission Expires:

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of April, 2002 by Howard K. Wallace, as President of Hampton Properties, Inc., a Florida corporation, a General Partner of Hampton Property Holdings, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Shelia J. Spurlin  
Print or Stamp Name: Shelia J. Spurlin  
Notary Public, State of Florida at Large  
Commission No.: CC 976478  
My Commission Expires: 12-29-04