

1402000001007

SECRET AGENTS, INC. (former CRS)  
103 N. M. RID. STREET, LOW MOLE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT:

Pam

DATE:

7-24-02

REF. #:

0399. 8016

CORP. NAME:

MBKK Properties, LTD

600006618546-7  
-07/24/02--01013-017  
\*\*\*1785.00 \*\*\*1785.00

- ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT  
( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK  
( ) FOREIGN QUALIFICATION ☒ LIMITED PARTNERSHIP  
( ) REINSTATEMENT ( ) MERGER  
( ) CERTIFICATE OF CANCELLATION ( ) UCC-1  
( ) OTHER:

- ( ) ARTICLES OF DISSOLUTION  
( ) FICTITIOUS NAME  
( ) LIMITED LIABILITY  
( ) WITHDRAWAL  
( ) UCC-3

RECEIVED  
02 JUL 24 AM 10:12  
W 7/24

STATE FEES PREPAID WITH CHECK# 12972 FOR \$ 1785.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- ( ) CERTIFIED COPY ( ) CERTIFICATE OF GOOD STANDING  
( ) CERTIFICATE OF STATUS

02 JUL 24 PM 1:37  
PLAIN STAMPED COPY  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE  
FILED

Examiner's Initials

5p

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**MBKK PROPERTIES, LTD.  
a Florida Limited Partnership**

The undersigned General Partner, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The Partnership's name is MBKK PROPERTIES, LTD., a Florida Limited Partnership.
2. The address of the office of the Partnership is:

455 Longboat Club Road #PH4  
Longboat Key, FL 34228

3. The name and street address of the Agent for service of process on the Partnership are as follows:

John A. Moran,  
c/o Dunlap & Moran, P.A.  
22 South Links Avenue, Suite 300  
Sarasota, FL 34236.

4. The name and business address of the General Partner are as follows:

**MK PROPERTIES OF SRQ, L.L.C.**  
455 Longboat Club Road #PH4  
Longboat Key, FL 34228

L02-18660

5. The mailing address of the Partnership is:

455 Longboat Club Road #PH4  
Longboat Key, FL 34228

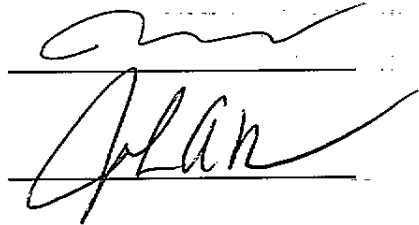
6. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2050, unless the term of the Partnership is further extended by a Majority in Interest of the Partners, as defined in the Partnership Agreement.
7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the Certificate of Limited Partnership with the Florida Department of State.

The execution of this Certificate and Affidavit by the undersigned General Partner constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

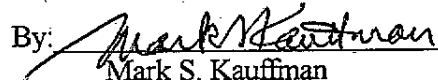
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DIVISION OF CORPORATIONS  
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IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Mark S. Kauffman, as Operating Manager of MK PROPERTIES OF SRQ, L.L.C., a Florida Limited Liability Company, the General Partner of MBKK PROPERTIES, LTD., a Florida Limited Partnership, this 23 day of July, 2002.

WITNESSES:



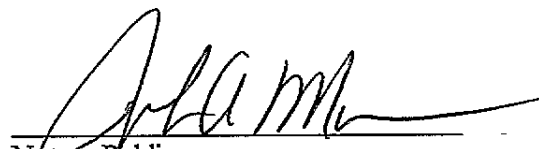
MK PROPERTIES OF SRQ, L.L.C.,  
a Florida Limited Liability Company

By:   
Mark S. Kauffman  
As its Operating Manager

"GENERAL PARTNER"

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of July, 2002, by MARK S. KAUFFMAN, who [X] is personally known to me or [ ] has produced \_\_\_\_\_ as identification, in his capacity as Operating Manager of MK PROPERTIES OF SRQ, L.L.C., a Florida Limited Liability Company, the General Partner of MBKK PROPERTIES, LTD., a Florida Limited Partnership.

  
Notary Public  
Printed Name/My Commission Expires:

THIS INSTRUMENT PREPARED BY:  
JOHN A. MORAN, ESQUIRE  
Florida Bar No. 718335  
DUNLAP & MORAN, P.A.  
Post Office Box 3948  
Sarasota, FL 34230-3948  
Telephone: 941-366-0115



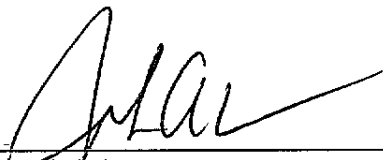
John A. Moran  
MY COMMISSION # DD000402 EXPIRES  
March 23, 2005  
BONDED THRU TROY FAIR INSURANCE, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for **MBKK PROPERTIES, LTD.**, a Florida Limited Partnership, at the place designated in the Certificate of Limited Partnership, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

7/23/02  
Date

  
\_\_\_\_\_  
John A. Moran  
Registered Agent

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DIVISION OF CORPORATIONS  
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RJP/MK PROPERTIES/Ltd-Reg Agent


**AFFIDAVIT OF CAPITAL CONTRIBUTION**

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority personally appeared MARK S. KAUFFMAN, as Operating Manager of MK PROPERTIES OF SRQ, L.L.C., a Florida Limited Liability Company, the General Partner of MBKK PROPERTIES, LTD., a Florida Limited Partnership (the "Partnership"), who upon being duly sworn, certified as follows:

1. The amount of capital contribution to the Partnership made by the Limited Partners is in aggregate of Two Million Nine Hundred Forty Thousand and No/100 (\$2,940,000.00) Dollars.
2. At this time it is anticipated that no additional capital contributions will be made by the Limited Partners.

Under penalties of perjury, I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

  
MARK S. KAUFFMAN, Affiant  
As Operating Manager of MK PROPERTIES OF  
SRQ, L.L.C., the General Partner of MBKK  
PROPERTIES, LTD.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 24 PM 1:37

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 23<sup>rd</sup> day of JULY, 2002, by MARK S. KAUFFMAN, who ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification, in his capacity as Operating Manager of MK PROPERTIES OF SRQ, L.L.C., a Florida Limited Liability Company, the General Partner of MBKK PROPERTIES, LTD., a Florida Limited Partnership.

  
Notary Public  
Printed Name/My Commission Expires:

RJP/MK PROPERTIES/Affidavit of CC



John A. Moran  
MY COMMISSION # DD000402 EXPIRES  
March 23, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.