

JONES
FOSTER
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Attorney and Counselors

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501 South Flagler Drive
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Mailing Address
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September 25, 2002

VIA FEDERAL EXPRESS

Division of Corporations
Department of State
P.O. Box 6327
409 East Gaines Street
Tallahassee, FL 32399

Re: Grant Asset Management, Ltd.

Dear Sir/Madam:

W02-28289

600008058166--7
-09/26/02--01064--001
***1837.50 ***1837.50

Enclosed for filing is the original and duplicate copy of the Certificate of Limited Partnership of the above proposed limited partnership. Also enclosed is our firm check in the amount of \$1,837.50 representing the filing fees and certified copy. When available, please return the certified copy to us in the envelope provided.

In the meantime, if you have any questions or require additional information, please give me a call.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By


Shari Langley Thomas, Paralegal

Enclosures

cc: Ewa C. Sabater
Trent S. Kiziah, Esq.
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DIVISION OF CORPORATIONS
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W02-28289



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 1, 2002

SHARI LANGLEY THOMAS, PARALEGAL
JONES FOSTER JOHNSTON & STUBBS, P.A.
PO BOX 3475
WEST PALM BEACH, FL 33402-3475

SUBJECT: GRANT ASSET MANAGEMENT, LTD.
Ref. Number: W02000028289

We have received your document for GRANT ASSET MANAGEMENT, LTD. and your check(s) totaling \$1837.50. However, the document has not been filed and is being retained in this office for the following:

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.

Please return 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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 602A00055165

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**JONES
FOSTER
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Flagler Center Tower, Suite 1100
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October 3, 2002

Lee Rivers, Document Specialist
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32399

Re: Grant Asset Management, Ltd.

Dear Ms. Rivers:

Pursuant to your letter dated October 1, 2002, enclosed for filing is the Affidavit of Capital Contributions (in duplicate) in connection with the above partnership. Also enclosed is a copy of your letter. Please process our original request and return a certified copy to us.

In the meantime, if you have any questions or require additional information, please give me a call.

Sincerely,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By



Shari Langley Thomas, Paralegal

Enclosures

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
GRANT ASSET MANAGEMENT, LTD.**

As a Certificate of Limited Partnership pursuant to F.S. § 620.108, the undersigned certifies:

1. The name of this limited partnership is GRANT ASSET MANAGEMENT, LTD.

2. The address of the principal office and the name and address of the agent for service of process are:

Principal Office Address:

137 Peruvian Avenue
Palm Beach, FL 33480

Registered Agent's Name and Address:

THORNTON M. HENRY
505 South Flagler Drive, Suite 1100
West Palm Beach, FL 33401

The name and address of the General Partner is:

GRANT ASSET MANAGEMENT, INC.
137 Peruvian Avenue
Palm Beach, FL 33480

POZ-60688

3. The mailing address for the limited partnership is:

137 Peruvian Avenue
Palm Beach, FL 33480

4. If not dissolved sooner by unanimous vote of the General Partner, this limited partnership shall dissolve December 31, 2051.

WHEREFORE, the undersigned has executed this Certificate as General Partner of the GRANT ASSET MANAGEMENT, LTD. as of the date set forth below.

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WITNESSES

GENERAL PARTNER

GRANT ASSET MANAGEMENT, INC.

RICHARD H. GRANT III, President

STATE OF ~~FLORIDA~~ OHIO
COUNTY OF ~~PALM BEACH~~ MONTGOMERY

Subscribed and sworn to before me on behalf of GRANT ASSET MANAGEMENT, INC., by RICHARD H. GRANT III, its president, on the 9th day of August, 2002, who personally appeared before me. RICHARD H. GRANT III is personally known to me or has produced himself as identification.

(SEAL)

Notary Public Mary Jean Tomashot
My Commission Expires: 4/2/06
My Commission number is: _____

MARY JEAN TOMASHOT, Notary Public
In and for the State of Ohio
My Commission Expires April 2, 2006

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting the sole general partner of GRANT ASSET MANAGEMENT, LTD., a Florida limited partnership, certifies:

The amount of capital contributions to date of the limited partners is \$31,079,744.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$31,079,744.

FURTHER AFFIANT SAYETH NOT.

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

GRANT ASSET MANAGEMENT, INC.



RICHARD H. GRANT III, President

STATE OF ~~FLORIDA~~ OHIO
COUNTY OF ~~PALM BEACH~~ MONTGOMERY

Subscribed and sworn to before me on behalf of GRANT ASSET MANAGEMENT, INC., by RICHARD H. GRANT III, its president, on the 9th day of August, 2002, who personally appeared before me. RICHARD H. GRANT III is personally known to me or has produced himself as identification.

(SEAL)

Notary Public Mary Jean Tomashot
My Commission Expires 4/2/06
My Commission number is: _____

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