

JONES  
FOSTER  
JOHNSTON  
& STUBBS, P.A.  
Attorney and Counselors

Flagler Center Tower, Suite 1100  
500 South Flagler Drive  
West Palm Beach, Florida 33401  
Telephone (561) 650-3000

Mailing Address  
Post Office Box 342  
West Palm Beach, Florida 33401-0342

102000001358

Shari Langley Thomas, Paralegal  
Direct Dial: 561-650-0439  
Direct Fax: 561-832-1454  
E-Mail: sthomas@jones-foster.com

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 10 PM 4: 22  
W/efo

Enclosures  
cc: Ewa C. Sabater  
Trent S. Kiziah, Esq.  
N:\tmh\21519-1\div corp filing slt ltr.doc

ep



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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 10 PM 4:22

**JONES  
FOSTER  
JOHNSTON  
& STUBBS, P.A.**  
Attorneys and Counselors

Flagler Center Tower, Suite 1100  
505 South Flagler Drive  
West Palm Beach, Florida 33401  
Telephone (561) 659-3000

*Mailing Address*  
Post Office Box 3475  
West Palm Beach, Florida 33402-3475

**Shari Langley Thomas, Paralegal**  
Direct Dial: 561-650-0439  
Direct Fax: 561-832-1454  
E-Mail: sthomas@jones-foster.com

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:

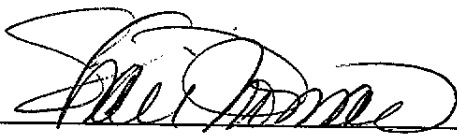
Pursuant to your letter dated October 1, 2002, enclosed for filing is the Affidavit of Capital Contributions (in duplicate) in connection with the above partnership. Also enclosed is a copy of your letter. Please process our original request and return a certified copy to us.

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

N:\TMH\21519-1\div corp filing slt ltr 2.doc

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 10 PM 4:22

**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-60658*

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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 10 PM 4:22

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 4th 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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 OCT 10 PM 4:22

**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.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 08 11 PM 4:22

(SEAL)

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