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FILINGS, INC. TERESA R	OMAN			
(Requestor's Nar				
(Address)				
TALLAHASSEE, FLORIDA 3	2308 385-6735			
(City, State, Zip		OFFICE USE ONLY		_
CORPORATION NAM	ME(S) & DOCUMENT NUME	BER(S) (if known):		
1. FAYSIDE (Corpora	Holding 5, 240	(Document #)		
2.				
(Corporat	ion Name)	(Document #)		
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4. (Corpora	tion Name)	(Document #)		
Walk in P	ick up time	Certified Copy		÷
Mail out	Will wait Photocopy	Certificate of Status		
NEW FILINGS	AMENDMENTS			
Profit	Amendment		Z: 22	,
NonProfit	Resignation of R.A., Officer/	Director	DEC.	
Limited Liability	Change of Registered Agent		SSEC C	
Domestication	Dissolution/Withdrawal			
Other	Merger		*! Io: 26 G S'Ald S PLCROA	
OTHER FILINGS	REGISTRATION/		ري حر	
Annual Report	QUALIFICATION Foreign			
Fictitious Name	X Limited Partnership			
Name Reservation	Reinstatement			
	Trademark			-

Other

CR2E031(10/92)

Examiner's Initials

#### MARK J. NOWICKI

LAWYER

LOGGERHEAD PLAZA, SUITE 210

14155 U.S. HIGHWAY ONE

Juno Beach, Florida 33408-1431

MARK J. NOWICKI ALSO ADMITTED IN COLORADO AND MONTANA

OF COUNSEL MAYER & KENNEDY TELEFAX 561 624-1444
TELEFAX 561 630-4425
E-MAIL: mnowicklesq@sol.com

BOARD CERTIFIED IN TAXATION PRACTICE LIMITED TO ESTATE PLANNING, INCOME TAX PLANNING AND RELATED FEDERAL TAX MATTERS

December 18, 2002

Florida Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: Farside Holdings, Ltd., Certificate of Limited Partnership

#### Dear Madam:

I enclose two original Certificates of Limited Partnership for Farside Holdings, Ltd. for filing by the Secretary of State. Also enclosed, you will find my check in the amount of \$96.25 covering filing fees as follows:

1.	Filing fee (minimum)	\$52,50
2.	Registered Agent Designation	\$35,00
3.	Certificate of Status	<u>\$8.75</u>
Tota	al funds enclosed	\$96.25

Kindly forward my certified copy of this Certificate of Limited Partnership at your earliest possible convenience.

Sincerely,

Márk J. Nowicki

MJN/dmg

#### CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to Florida Statutes §620.108, the undersigned Partners hereby make, acknowledge, and file this Certificate of Limited Partnership for Farside Holdings, Ltd. hereinafter referred to as the Partnership.

- 1. The name of the Partnership is Farside Holdings, Ltd.
- 2. The initial purpose of the Partnership shall be to own, hold, build upon, maintain, sell, lease, exchange or otherwise conduct business with respect to real property located generally within Florida and other jurisdictions where the Partnership is registered to conduct business, and/or personal property of any kind, and to purchase, sell, own, acquire an interest in property of any kind and description, whether real or personal property located within or without the State of Florida; dispose of, mortgage, refinance or otherwise encumber all or any part of the aforedescribed property; and to conduct such other activities as may be necessary or incidental to the foregoing, all on the terms and conditions herein set forth; or otherwise conduct business with respect thereto and to do all things reasonably incident thereto. Without limiting the foregoing, the Partnership may acquire the ownership of or other interest in the stock of corporations, general or limited partnership interests or other business entity interests, may do any act or accomplish any business or investment purpose as determined by the General Partner, without any limitation or restriction whatsoever, and may alter or amend the purpose of the Partnership consistent with the provisions of the Florida Revised Uniform Limited Partnership Act (1986).
- 3. The mailing address and principal place of business of the Partnership shall be located at 4500 Riverside Drive, Palm Beach Gardens, Florida 33410, or at such other place or places as the General Partners may from time to time determine.
  - 4. The name and business address of the General Partners are as follows:

#### GENERAL PARTNERS:

William E. Anspach, Jr. 4500 Riverside Drive Palm Beach Gardens, Florida 33410

Kenna Anspach 4500 Riverside Drive Palm Beach Gardens, Florida 33410

- 5. The Partnership and the limitation of liability of the Limited Partners shall commence upon filing of this Certificate and shall continue for an initial fifty (50) year term thereafter unless sooner terminated in accordance with the Agreement of Limited Partnership.
  - 6. The Limited Partners have contributed the property listed on Schedule "A" to the

capital of the Partnership.

- 7. The Limited Partners have no responsibility or liability for additional contributions to the capital of the Partnership unless the Agreement of Limited Partnership provides otherwise.
- 8. The contribution of each partner is to be returned upon termination of the Partnership or in accordance with the Agreement of Limited Partnership.
- 9. Net profits and losses of the Partnership for any year shall be allocated to Partners in accordance with the Agreement of Limited Partnership.
- 10. A Limited Partner can substitute an assignee as a Limited Partner in his place only in accordance with the Agreement of Limited Partnership.
- 11. No right is given to any Partner to admit additional Limited Partners except with the consent of the General Partners and in accordance with the Partnership Agreement.
- 12. The Limited Partners have a priority upon dissolution of the Partnership, liquidation of Partnership assets and application of any resultant funds in accordance with the Agreement of Limited Partnership.
- 13. In the event of withdrawal, dissolution, assignment for the benefit of creditors, adjudication of bankruptcy or insolvency of each General Partner, the Limited Partners may, by vote of the holders of a majority of the then outstanding Units of Limited Partnership Interest, within ninety (90) days after written notice of such event, elect to continue the business of the Partnership and designate a new General Partner (or Partners), who shall consent and accept such designation as of the date of such event. The new General Partner (or Partners), shall forthwith execute and record an amendment to the Certificate of Partnership to evidence the election if required by appropriate governing law.
- 14. The initial Registered Agent to accept service of process on the Partnership is Mark J. Nowicki, Esquire, 14155 U. S. Highway One, Suite 210, Juno Beach, Florida 33408.

IN WITNESS WHEREOF, the General Partner does hereby set its hand and seal on this day of December, 2002.

William E. Anspach, Jr., by Mark J. Nowicki, Esquire, as attorney in fact

Kenna Anspach, by Mark J. Nowicki, Esquire, as attorney in fact

### STATE OF FLORIDA DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be Served on Behalf of Farside Holdings, Ltd.

The following is submitted, in compliance with Chapter 620.105, Florida Statutes:

Farside Holdings, Ltd., a Limited Partnership organized under the laws of the State of Florida, with its principal office at 4500 Riverside Drive, Palm Beach Gardens, Florida 33410, has named Mark J. Nowicki, 14155 U.S. Highway One, Suite 210, Juno Beach, Florida 33408 its agent to accept service of process within this State.

#### ACCEPTANCE:

I agree to act as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said partnership authorized to accept service of process at the Florida designated address) in some conspicuous place in office as required by law.

Mark J. Nowicki
Registered Agent

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CONTRACT

ANDA

Mark J. Nowicki

Registered Agent

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of Farside Holdings, Ltd., a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partners is \$1,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000.

Signed this 12 th day of December, 2002.

FURTHER AFFIANT SAYETH NOT.

Under 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.

William E. Anspach, Jr., General Partner,

by Mark J. Nowicki, Esquire as Attorney in Fact

Kenna Anspach, Genéral Partner,

by Mark J. Nowicki, Esquire as Attorney in Fact

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