

A030000001096

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

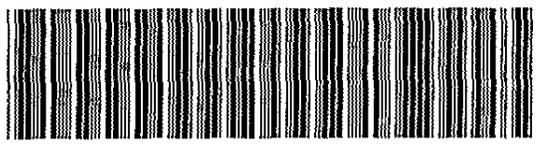
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600021831136

07/28/03--01035--023 **987.50

FILED
2003 JUL 28 PM 4: 28
CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN AUG - 1 2003

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

Re: Panzarella Holdings, INC
Panzarella Holdings Limited Partnership

Gentlemen:

Enclosed are the original and a copy of the Articles of Organization of the captioned proposed Corporation. Please file the original and return the copy certified. A check in the amount of \$155.00 is enclosed to cover the \$35.00 filing fee, the \$35.00 Registered Agent fee, and the \$8.75 fee for the certified copy.

Also enclosed are the original and a copy of the Certificate of Limited Partnership of the captioned proposed limited partnership. Please file the original and return the copy certified. A check in the amount of \$987.50 is enclosed to cover the \$900.00 filing fee, the \$35.00 Registered Agent fee, and the \$52.50 fee for the certified copy.

Please note that both of the captioned entities are owned by the same persons and consent is given to the use of similar entity names.

Sincerely,



Peter Blatt

Enclosures

FILED
2003 JUL 28 PM 4:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PANZARELLA HOLDINGS LIMITED PARTNERSHIP**

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

1. The name of this limited partnership is PANZARELLA HOLDINGS LIMITED PARTNERSHIP.

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

Principal Office Address:

10112 Hunt Club Lane
Palm Beach Gardens, FL 33418

Registered Agent's Name and Address:

PETER A. BLATT, ESQ.
3144 El Camino Real
West Palm Beach, FL 33409

The name and address of the General Partner are:

PANZARELLA HOLDINGS, INC #P03000083861
10112 Hunt Club Lane
Palm Beach Gardens, FL 33418

3. The mailing address for the limited partnership is:

10112 Hunt Club Lane
Palm Beach Gardens, FL 33418

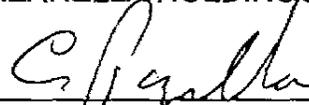
4. If not dissolved sooner by unanimous vote of the General Partner, this limited partnership shall dissolve December 31, 2051.

WHEREFORE, the undersigned has executed this Certificate as General Partner of the PANZARELLA HOLDINGS LIMITED PARTNERSHIP as of the date set forth below.

FILED
2003 JUL 28 PM 4:28
OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

GENERAL PARTNER

PANZARELLA HOLDINGS, INC



CARL T. PANZARELLA, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

Subscribed and sworn to before me on behalf of PANZARELLA HOLDINGS, INC, by CARL T. PANZARELLA, its president, on the 9 day of October, 2002, who personally appeared before me. CARL T. PANZARELLA is personally known to me or has produced _____ as identification.

(SEAL)



Notary Public _____
My Commission Expires: _____
My Commission number is: _____



Peter Blatt
MY COMMISSION # CC283354 EXPIRES
October 27, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
2003 JUL 28 PM 4:28
DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PANZARELLA HOLDINGS LIMITED PARTNERSHIP desiring to organize under the laws of the State of Florida, has named PETER A. BLATT, ESQ., located at the Registered Office of the corporation at 3144 El Camino Real, West Palm Beach, Florida 33409, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated limited partnership at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



PETER A. BLATT, ESQ.,
Registered Agent

FILED
2003 JUL 28 PM 4:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting all of the general partners of PANZARELLA HOLDINGS LIMITED PARTNERSHIP, a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 10,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$ 128,540.

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.

PANZARELLA HOLDINGS, INC

C. Panzarella
CARL T. PANZARELLA, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

Subscribed and sworn to before me on behalf of PANZARELLA HOLDINGS, INC, by CARL T. PANZARELLA, its president, on the 9 day of October, 2002, who personally appeared before me. CARL T. PANZARELLA is personally known to me or has produced _____ as identification.

(SEAL)



Peter Blatt
MY COMMISSION # CC883354 EXPIRES
October 27, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Peter Blatt
Notary Public _____
My Commission Expires: _____
My Commission number is: _____

FILED
2003 JUL 28 9 4: 28
CORPORATIONS
ALLAHASSEE, FLORIDA