

A03 00000 1121

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000247778 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : UCC FILING & SEARCH SERVICES, INC.
Account Number : 119980000054
Phone : (850) 681-6328
Fax Number : (850) 681-6011

FLORIDA LIMITED PARTNERSHIP
SWIRE CARBONELL LIMITED PARTNERSHIP

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$1,837.50

A03-1121
qr

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SWIRE CARBONELL LIMITED PARTNERSHIP**

THE UNDERSIGNED, constituting the sole general partner of **SWIRE CARBONELL LIMITED PARTNERSHIP** (the "Partnership"), does hereby submit the following information in accordance with the Florida Revised Limited Partnership Act (1986) to make public the information of the Partnership:

1. **Name:** The name of the Partnership shall be:

SWIRE CARBONELL LIMITED PARTNERSHIP

2. **Registered Agent:** The Registered Agent and Registered Office of the Partnership in the State of Florida is:

Name: Gregg Toland
Address: 501 Brickell Key Drive, Suite 600
Miami, Florida 33131

The Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of **SWIRE CARBONELL LIMITED PARTNERSHIP** at the place designated in this Certificate of Limited Partnership of **SWIRE CARBONELL LIMITED PARTNERSHIP**, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.



Gregg Toland, Registered Agent

3. **General Partner:** The name and address of the general partner of the Partnership is:

CARBONELL GP, LLC
501 Brickell Key Drive, Suite 600
Miami, Florida 33131

4. **Partnership Address:** The office and mailing address for the Partnership shall be: 501 Brickell Key Drive, Suite 600, Miami, Florida 33131.

5. **Dissolution:** The latest date upon which the Partnership will dissolve is December 31, 1953.

(40300024777 1)

IN WITNESS WHEREOF, the undersigned does hereby execute this Certificate of Limited Partnership and attach an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

CARBONELL GP, LLC, a Florida limited liability company, as general partner

By: SWIRE CARBONELL INC, a Florida corporation, its sole member

By: AS. Toland
Gregg Toland, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 AUG -5 PM 3:43

FILED

(H0300024778 1)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, general partner of SWIRE CARBONELL LIMITED PARTNERSHIP, a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:

1. The amount of capital contributions of the limited partners contributed to date is \$ zero.

2. The total amount contributed to date and anticipated to be contributed to the capital of the limited partners is \$4,000,000.00.

Dated this 4 day of August, 2003.

FURTHER AFFIANT SAYETH NOT.

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

CARBONELL GP, LLC, a Florida
limited liability company, as general
partner

By: SWIRE CARBONELL INC, a
Florida corporation, its sole member

By: Greg Toland
Greg Toland, Vice President

FILED
-5 PM 3:43
CLERK OF STATE
TALLAHASSEE, FLORIDA