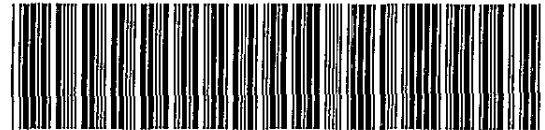


A030000001363

03 SEP 11

SECRET
TALLAHASSEE



500022519375

08/26/03--01034--006 **1846.25

AL

(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:

W03-24681

Office Use Only

LAW OFFICES
MICHAEL LAPAT

3300 University Drive
Suite #311
Coral Springs, Florida 33065
(954) 345-6442
(954) 344-0288 (Fax)

FILED
03 SEP 19 4 11 PM
11 South LaSalle Street
Suite #1500
Chicago, Illinois 60603
(312) 641-3723
(312) 368-1361 (Fax)

Please Reply to Florida Office

August 14, 2003

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Sir or Madam:

Enclosed herein please find organizational and filing documents for Emerald Capital Fund, Ltd. as well as our check in the amount of \$1,846.25 representing the filing fee.

\$7.00 per \$1,000 (maximum fee \$1,750.00)	\$1,750.00
Designation of a registered agent fee	35.00
Certified copy fee	52.50
Certificate under seal	<u>8.75</u>
TOTAL	\$1,846.25

This limited partnership must be filed **after** the enclosed Articles of Organization for the General Partner has been filed. Please send file-stamped copies to this office in the enclosed envelope which I have provided.

Should you have any questions, please do not hesitate to contact the undersigned at 888-263-4774.

Very truly yours,


Lyn McDonald

Im
enclosure



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

FILED
03 SEP 19 AM 11:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 29, 2003

MICHAEL LAPAT
11 SOUTH LASALLE STREET
SUITE #1500
CHICAGO, IL 60603

SUBJECT: EMERALD CAPITAL FUND, LTD.
Ref. Number: W03000024681

We have received your document for EMERALD CAPITAL FUND, LTD. and your check(s) totaling \$1846.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with 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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 903A00048691

LAW OFFICES
MICHAEL LAPAT

3300 University Drive
Suite #311
Coral Springs, Florida 33065
(954) 345-6442
(954) 344-0288 (Fax)

FILED
03 SEP 19 AM 11:02
11 South LaSalle Street
Suite #1500
Chicago, Illinois 60603
(312) 641-3723
(312) 368-1361 (Fax)

Please Reply to Florida Office

September 11, 2003

Ms. Agnus Lunt
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Lunt,

Enclosed herein please find organizational and filing documents for Emerald Capital Fund, Ltd. Per my telephone conversation with your office on September 8, 2003, these documents were previously returned REJECTED FILING to our Chicago, Illinois address for "Signature of Registered Agent". I was advised that our check the amount of \$1,846.25 representing the filing fees is being held in a pending file at your office.

Please send file-stamped copies to this office in the enclosed envelope which I have provided.

Should you have any questions, please do not hesitate to contact the undersigned at 888-263-4774.

Very truly yours,


Lyn McDonald

Im
enclosure

CERTIFICATE OF LIMITED PARTNERSHIP

FILED

03 SEP 19 AM 11:03

1. Emerald Capital Fund, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 5200 Town Center Circle, Boca Raton, Florida 33468
(Business address of Limited Partnership)
3. Marek D. Chelkowski
(Name of Registered Agent for Service of Process)
4. Suite 308, Tower I
5200 Town Center Circle, Boca Raton, Florida 33486
(Florida street address for Registered Agent)
5. Marek D. Chelkowski
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. Suite 308, Tower I
5200 Town Center Circle, Boca Raton, Florida 33486
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/51
8. Name(s) of general partner(s): _____ Street address: _____

<u>Emerald Capital Management, LLC</u>	<u>5200 Town Center Circle</u>
<u>LO3000033095</u>	<u>Suite 308, Tower I</u>
	<u>Boca Raton, Florida 33486</u>

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

Signed this 10 day of SEPTEMBER 2003

Signature of all general partners:

<u>General Partner</u>	<u>General Partner</u>
<u>Emerald Capital Management, LLC</u>	<u>By: Marek D. Chelkowski</u>

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

FILED

03 SEP 19 AM 11:0

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of _____
Emerald Capital Fund, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000,000.00.

Signed this 10 day of SEPTEMBER, 2003.

FURTHER AFFIANT SAYETH NOT.

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

General Partner
Emerald Capital Management, LLC

Marek D. Chelkowski
General Partner
By: Marek D. Chelkowski

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

FILED
03 SEP 19 AM 11:15
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of _____
Emerald Capital Fund, Ltd. _____,

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000,000.00.

Signed this 21 day of AUGUST, 2003.

FURTHER AFFIANT SAYETH NOT.

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

General Partner General Partner
Emerald Capital Management, LLC By: Marek D. Chelkowski

General Partner General Partner
Marek J. Chelkowski
General Partner General Partner