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(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
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DIVISION OF CORPORATION

OL MAR -3 PM 1: 40
TALLAHISSEL FLOOR

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(City, State, Zip) (Phone #)

# CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

CR2E031(10/92)

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OTHER FILINGS	REGISTRATION/ QUALIFICATION		
Annual Report	Foreign		
Fictitious Name	Limited Partnership		-
Name Reservation	Reinstatement	-	
<b>  </b>	Trademark	4	

# MARK J. NOWICKI

LAWYER

LOGGERHEAD PLAZA, SUITE 210

14155 U.S. HIGHWAY ONE

JUNO BEACH, FL 33408-1431

MARK I. NOWICKI ALSO ADMITTED IN COLORADO AND MONTANA

OF COUNSEL KENNEDY & ASSOCIATES, P.L. TELEPHONE 561 624-1444 TELEFAX 561 630-4425 EMAIL: mnowickiesq@sol.com

March 2, 2004

THE DE LED

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

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

Re: Burke Properties, Ltd., Certificate of Limited Partnership

Dear Madam:

I enclose two original Certificates of Limited Partnership for Burke Properties, 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	l funds enclosed	\$96.25

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

Sincerely,

Mark 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 Burke Properties, Ltd. hereinafter referred to as the Partnership.

- 1. The name of the Partnership is Burke Properties, 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 4548 Springview Circle, Labelle, FL 33935 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 C. Burke 4548 Springview Circle Labelle, FL 33935

Leon D. Burke 2740 NW 16<sup>th</sup> Street Belle Glade, FL 33430-5213

- 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 Michael W. Shiver, 200 N.W. Avenue L, Belle Glade, FL 33430.

IN WITNESS WHEREOF, the General Partner does hereby set its hand and seal on this day of Wareh 2004.

Leon D. Burke, General Partner

William C. Burke, General Partner

# 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 Burke Properties, Ltd.

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

Burke Properties, Ltd., a Limited Partnership organized under the laws of the State of Florida, with its principal office at 4548 Springview Circle, Labelle, FL 33935 has named Michael W. Shiver, 200 N.W. Avenue L, Belle Glade, FL 33430 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.

Michael W. Shiver Registered Agent

## SCHEDULE "A"

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of Burke Properties, Ltd., a Florid mited partnership, certify:
The amount of capital contributions to date of the limited partners is \$_100.00
The total amount contributed and anticipated to be contributed by the limited partners at this me totals \$\_100.00\
Signed this 201 day of March, 2004.
FURTHER AFFIANT SAYETH NOT.
Under penalties of perjury, we declare that we have read the foregoing and know the content nereof and that the facts stated herein are true and correct.
Mn- C, Bulan
William C. Burke, General Partner
Lem P Barke
Leon D. Burke, General Partner