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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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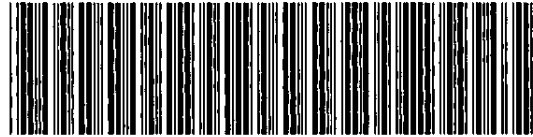
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T. CLINE

NOV 27 2012

EXAMINER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: 33032 Partners, Ltd.
Name of Florida Limited Partnership or Limited Liability Limited Partnership

The enclosed Certificate of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Tyson J. Waters, Esq.
Contact Person

Seven Kings Holdings, Inc.
Firm/Company

630 Maplewood Drive, Ste. 100
Address

Jupiter, Florida 33458
City, State and Zip Code

bill@skholdings.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Tyson J. Waters at (561) 625-9443
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$52.50 Filing Fee ☐ \$61.25 Filing Fee and Certificate of Status ☐ \$105.00 Filing Fee and Certified Copy ☐ \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

33032 Partners, Ltd.

Insert name currently on file with Florida Department of State

Pursuant to the provisions of section 620.1202, Florida Statutes, this Florida limited partnership or limited liability limited partnership, whose certificate was filed with the Florida Department of State on March 24, 2004, assigned Florida document number 1104000000476, adopts the following certificate of amendment to its certificate of limited partnership.

This amendment is submitted to amend the following:

A. If amending name, enter the new name of the limited partnership or limited liability limited partnership here:

New name must be distinguishable and contain an acceptable suffix.

Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.

Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P. or LLLP.

B. If amending mailing address and/or principal office address, enter new mailing address and/or principal office address here:

New Principal Office Address:
(Must be STREET address)

New Mailing Address:
(May be post office box)

C. If amending the registered agent and/or registered office address on our records, enter the name of the new registered agent and/or the new registered office address here:

Name of New Registered Agent:

New Registered Office Address:

Enter Florida street address

_____, Florida

City

Zip Code

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New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

If Changing Registered Agent, Signature of New Registered Agent

D. If amending the general partner(s), enter the name and business address of each general partner being added or removed from our records:

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____ _____ _____	☐ Add ☐ Remove
_____	_____	_____ _____ _____	☐ Add ☐ Remove
_____	_____	_____ _____ _____	☐ Add ☐ Remove
_____	_____	_____ _____ _____	☐ Add ☐ Remove
_____	_____	_____ _____ _____	☐ Add ☐ Remove
_____	_____	_____ _____ _____	☐ Add ☐ Remove

E. If the limited partnership or limited liability limited partnership is amending its "limited liability limited partnership" status, enter change here:

- ☐ This Limited Partnership hereby elects to be a "Limited Liability Limited Partnership."
- ☐ This Limited Partnership hereby removes its "Limited Liability Limited Partnership" status.

(NOTE: *If adding or removing "limited liability limited partnership" status, all general partners must sign this amendment.)*

F. If amending any other information, enter change(s) here: (Attach additional sheets, if necessary.)

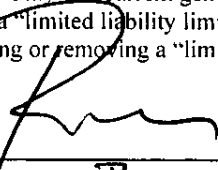
See attached.

Effective date, if other than the date of filing: _____

(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature(s) of a general partner or all general partners*:

(*NOTE: Only one current general partner is required to sign this document unless the limited partnership is adding or removing a "limited liability limited partnership" election statement. Chapter 620, F.S., requires all general partners to sign when adding or removing a "limited liability limited partnership" election statement.)



Raymond G. Geronzi
Pres. & GP
33072 Pertus, Inc.

Signature(s) of all new or dissociating general partner(s), if any:

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TALLAHASSEE, FLORIDA

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Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

**AMENDMENT TO THE AGREEMENT OF LIMITED PARTNERSHIP
33032 PARTNERS, LTD.**

This Amendment ("Amendment") to the Agreement of Limited Partnership ("Agreement"), effective as of the 1st day of January, 2005, by and among 33032 Partners, Inc., a Florida corporation ("33032 Inc."), J.C. Solomon II ("JC Solomon") and Raymond E. Graziotto ("Graziotto") evidencing the mutual agreement of the parties to modify that Agreement, for the purposes and upon the terms and conditions hereinafter set forth.

WITNESSETH:

WHEREAS, on or about March 23, 2004, 33032 Inc., JC Solomon and Graziotto entered into the Agreement creating 33032 Partners, Ltd. ("Partnership") such that the interests in the Partnership were held as follows:

33032 Partners, Inc.	1.0%	General Partner
J.C. Solomon II	49.5%	Limited Partner
Raymond E. Graziotto	49.5%	Limited Partner

and

WHEREAS, on or about January 1, 2005, JC Solomon applied to transfer a combined 15.0% of his 49.5% limited partner interest to Johnny C., Ltd., a Florida limited partnership, ("Johnny C") and Elizabeth A. Solomon, his wife ("EA Solomon"); and

WHEREAS, the parties desire to enter into this Amendment in order to put their understanding and the new limited partner interests in writing.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Partners agree to amend the Agreement as follows:

1. The restructured partnership interests, effective January 1, 2005, are as follows:

33032 Partners, Inc.	1.0%	General Partner
J.C. Solomon II	34.5%	Limited Partner
Raymond E. Graziotto	49.5%	Limited Partner
Johnny C., Ltd.	10.0%	Limited Partner
Elizabeth A. Solomon	5.0%	Limited Partner

2. Notice for the new partners is as follows:

Johnny C., Ltd.
c/o 630 Maplewood Drive, Ste 100
Jupiter, Florida 33458

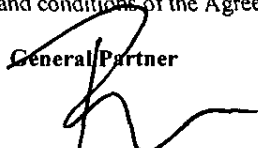
Elizabeth A. Solomon
3176 Casseekey Island Road
Jupiter, Florida 33477

3. All voting by JC Solomon, Johnny C and EA Solomon shall be blocked together, resulting in each party's interest being voted in the same manner as the other two parties. The parties hereby nominate and appoint JC Solomon, as their attorney-in-fact, for the sole, limited purpose of voting on behalf of the combined interest of JC Solomon, Johnny C and EA Solomon.

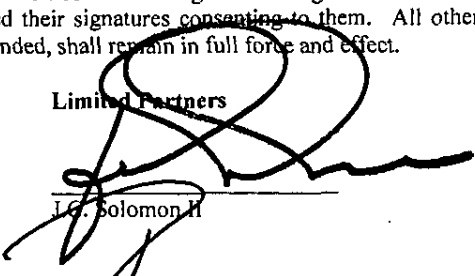
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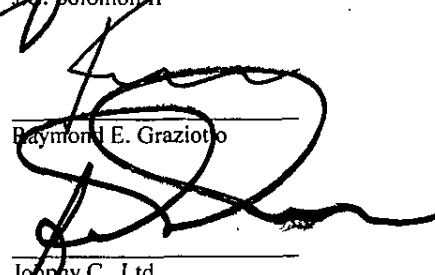
In recognition and to evidence authorization of these changes to the Agreement and the Partnership, the Partners have hereafter affixed their signatures consenting to them. All other terms and conditions of the Agreement, as amended, shall remain in full force and effect.

~~General Partner~~


33032 Partners, Inc.
By: Raymond E. Graziotto
Its: President & C.O.O.

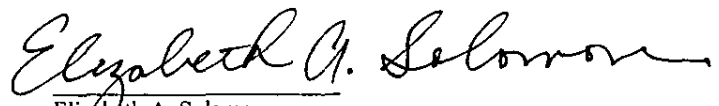
~~Limited Partners~~


J.C. Solomon II


Raymond E. Graziotto

Johnny C., Ltd.

By: Johnny C., Inc., its General Partner
By: John C. Solomon, II
Its: President


Elizabeth A. Solomon

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