

A0400000/788

2004 NOV 15 P 12:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

WAY-39010

Office Use Only



000041841230

10/18/04--01020--001 \*\*1837.50

**MICHAEL D. TANNENBAUM**

*Attorney at Law*

2161 PALM BEACH LAKES BLVD.  
SUITE 304  
WEST PALM BEACH, FLORIDA 33409

Telephone (561) 471-1406  
Fax (561) 683-7551

**FILED**

2004 NOV 15 P 12:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 15, 2004

Secretary of State  
Division of Corporations  
409 E. Gaines  
Tallahassee, FL 32399

RE: Filing of Certificate of Limited Partnership  
MADDEN ASSOCIATES, LTD

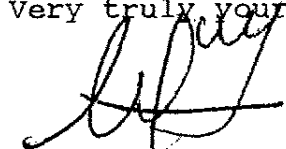
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the **Certificate of Limited Partnership** of the MADDEN ASSOCIATES, LTD. Also enclosed is a check in the amount of \$1,837.50 which represents the filing fee, registered agent fee, and the Certified Copy Fee.

Please file the enclosed Certificate of Limited Partnership and return the certified copy to me in the enclosed self-addressed, envelope.

If there is a problem, please do not hesitate to call.

Very truly yours,



MICHAEL D. TANNENBAUM

MDT/cd

Encl.



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

October 22, 2004

FILED  
2004 NOV 15 P 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MICHAEL D. TANNENBAUM  
2161 PALM BEACH LAKES BLVD.  
SUITE 304  
WEST PALM BEACH, FL 33409

SUBJECT: MADDEN ASSOCIATES, LTD.  
Ref. Number: W04000039010

We have received your document for MADDEN ASSOCIATES, LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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: 504A00060969

**MICHAEL D. TANNENBAUM**

*Attorney at Law*

2161 PALM BEACH LAKES BLVD.  
SUITE 304  
WEST PALM BEACH, FLORIDA 33409

Telephone (561) 471-1406  
Fax (561) 683-7551

November 5, 2004

**FILED**

2004 NOV 15 P 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
409 E. Gaines  
Tallahassee, FL 32399

RE: Filing of Certificate of Limited Partnership  
MADDEN FAMILY ASSOCIATES, LTD.

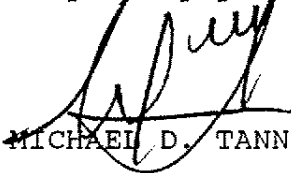
Dear Sir/Madam:

Pursuant to your letter dated October 22, 2004, a copy of which is attached, enclosed please find an original and one (1) copy of the **Certificate of Limited Partnership** of the MADDEN FAMILY ASSOCIATES, LTD.

Please file the enclosed Certificate of Limited Partnership and return the certified copy to me in the enclosed self-addressed, envelope.

If there is a problem, please do not hesitate to call.

Very truly yours,



MICHAEL D. TANNENBAUM

MDT/cd

Encl.

FILED

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MADDEN FAMILY ASSOCIATES, LTD.  
a Florida Limited Partnership

2004 NOV 15 P 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned general partners desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is MADDEN FAMILY ASSOCIATES, LTD.
2. The address of the office of the Partnership is 277 Cordova Road, West Palm Beach, FL 33401.
3. The name and address of the agent for services of process on the Partnership is Michael D. Tannenbaum, 2161 Palm Beach Lakes Boulevard, Ste. 304, West Palm Beach, FL 33409.
4. The names and business addresses of the general partner is as follows:

MADDEN FAMILY ENTERPRISES CORP.  
277 Cordova Road  
West Palm Beach, FL 33401

804-155410

5. The mailing address of the Partnership is 277 Cordova Road, West Palm Beach, FL 33401.

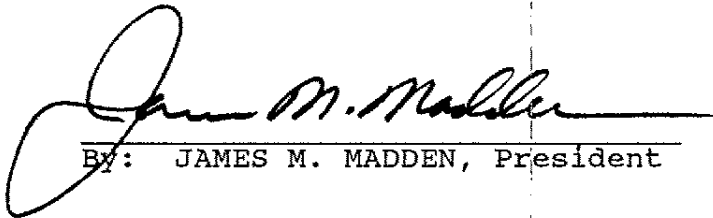
6. The latest date upon which the Partnership shall dissolve is December 31, 2050.

The execution of this certificate by the undersigned general partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership  
has been executed by all of the general partners of MADDEN FAMILY  
ASSOCIATES, LTD., this 5 day of November, 2004.

GENERAL PARTNERS

MADDEN FAMILY ENTERPRISES CORP.

  
By: JAMES M. MADDEN, President

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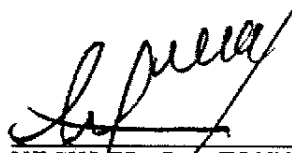
ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

2004 NOV 15 P 12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent for MADDEN FAMILY ASSOCIATES, LTD., a Florida Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT



MICHAEL D. TANNENBAUM

STATE OF FLORIDA  
COUNTY OF PALM BEACH

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned personally appeared JAMES M. MADDEN, one of the general partners of MADDEN FAMILY ASSOCIATES, LTD., a Florida Limited Partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the Limited Partners is as follows:

THIRTEEN MILLION DOLLARS (\$13,000,000.00)

2. The amount of additional capital contribution anticipated to be contributed by the Limited Partners is as follows:

NONE

FURTHER AFFIANT SAYETH NOT.

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

DATED: November 5, 2004

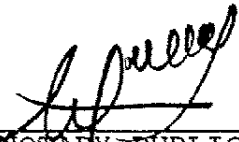
MADDEN FAMILY ENTERPRISES CORP.

  
By: JAMES M. MADDEN, President  
General Partner



BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared JAMES M. MADDEN, President of MADDEN FAMILY ENTERPRISES CORP., known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 5, day of November, 2004.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires

