

A 05000000654

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

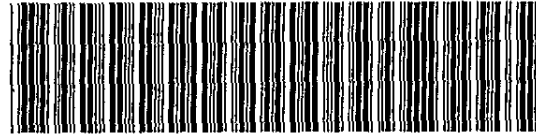
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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02/22/05--01020--016 \*\*2166.25

LN 04/04/05

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

LAW OFFICES  
MICHAEL LAPAT

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

11 South LaSalle Street  
Suite # 1500  
Chicago, Illinois 60603  
(312) 641-3723

Please Reply to Florida Office

January 3, 2004

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

W05-10027

Re:	<b>Passage Opportunity Fund, Ltd.</b>	<b>\$1,846.25</b>
	<b>AMC Management Partners, LLC</b>	<b>\$ 160.00</b>
	<b>AMC Advisors, LLC</b>	<b>\$ 160.00</b>

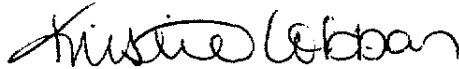
Dear Sir or Madam:

Enclosed herein please find a Certificate of Limited Partnership and Articles of Organization for the above referenced LLC's.

Also enclosed is one check in the amount of \$2,166.25 representing the filing and certified copy fees for these formations. Please return 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,



Kristine Cobban

kdc  
enclosure

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05 APR - 1 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 25, 2005

MICHAEL LAPAT  
LAW OFFICES OF MICHAEL LAPAT  
3300 UNIVERSITY DRIVE, SUITE #311  
CORAL SPRINGS, FL 33065

SUBJECT: PASSAGE OPPORTUNITY FUND, LTD.  
Ref. Number: W05000010027

We have received your document for PASSAGE OPPORTUNITY FUND, LTD. and your check(s) totaling \$2166.25. 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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 705A00013478

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LAW OFFICES  
MICHAEL LAPAT

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

11 South LaSalle Street  
Suite # 1500  
Chicago, Illinois 60603  
(312) 641-3723

Please Reply to Florida Office

March 21, 2005

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

Re: Passage Opportunity Fund, Ltd.

Dear Sir or Madam:

Enclosed herein, please find your letter dated February 25, 2005, and the registered agent signature as requested for acceptance of filing for the above referenced Limited Partnership.

Please return 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,



Kristine Cobban

kdc  
enclosure

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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 23, 2005

MICHAEL LAPAT  
LAW OFFICES OF MICHAEL LAPAT  
3300 UNIVERSITY DRIVE, SUITE #311  
CORAL SPRINGS, FL 33065

SUBJECT: PASSAGE OPPORTUNITY FUND, LTD.  
Ref. Number: W05000010027

We have received your document for PASSAGE OPPORTUNITY FUND, LTD. and your check(s) totaling \$2166.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name listed for your registered agent and the signature of the registered agent must match. Please change either line 3 or line 5 so that the name and signature match.

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 305A00019857

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TALLAHASSEE FLORIDA

**LAW OFFICES  
MICHAEL LAPAT**

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

11 South LaSalle Street  
Suite # 1500  
Chicago, Illinois 60603  
(312) 641-3723

Please Reply to Florida Office

March 31, 2005

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

Re: **Passage Opportunity Fund, Ltd.**

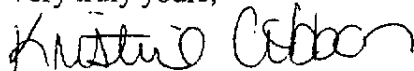
Dear Sir or Madam:

Enclosed herein, please find your letter dated March 23, 2005, and the registered agent signature as requested for acceptance of filing for the above referenced Limited Partnership.

Please return 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,

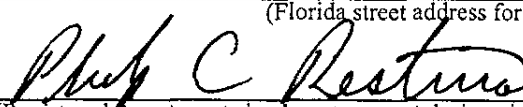


Kristine Cobban

kdc  
enclosure

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TALLAHASSEE FLORIDA

## CERTIFICATE OF LIMITED PARTNERSHIP

1. Passage Opportunity Fund, Ltd.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 3920 RCA Blvd, Suite 2004, Palm Beach Gardens, Florida 33410  
(Business address of Limited Partnership)
3. Philip Restino  
(Name of Registered Agent for Service of Process)
4. 3920 RCA Blvd, Suite 2004, Palm Beach Gardens, Florida 33410  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 3920 RCA Blvd, Suite 2004, Palm Beach Gardens, Florida 33410  
(Mailing Address of the Limited Partnership)

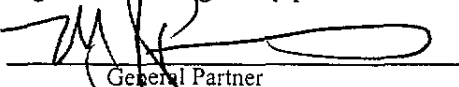
7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2051
8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

<u>AMC Advisors, LLC</u>	<u>3920 RCA Blvd., Suite 2004</u>
_____	<u>Palm Beach Gardens, FL 33410</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 16<sup>th</sup> day of FEBRUARY, 2005

Signature of all general partners:

  
General Partner

By: Michael Provines, Manager of GP,  
AMC Advisors, LLC  
General Partner

  
General Partner

By: Philip Restino, Manager of GP,  
AMC Advisors, LLC

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

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TALLAHASSEE FLORIDA

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

The undersigned constituting all of the general partners of \_\_\_\_\_  
Passage Opportunity Fund, Ltd. \_\_\_\_\_,

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.00 .

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

Signed this 16<sup>TH</sup> day of FEBRUARY , 2005 .

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

By: Michael Provines, Manager of GP,  
AMC Advisors, LLC

\_\_\_\_\_  
General Partner

  
\_\_\_\_\_  
General Partner

By: Philip Restino, Manager of GP  
AMC Advisors, LLC

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

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TALLAHASSEE FLORIDA

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