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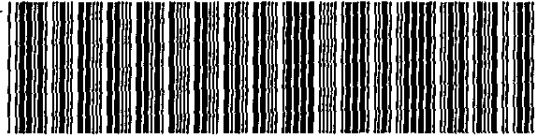
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COMITER & SINGER, LLP

ATTORNEYS AT LAW

RICHARD B. COMITER
MICHAEL S. SINGER

ALAN H. BASEMAN
MARK DEDICK
LISA Z. HAUSER
ANDREW T. HUBER
MARK WISNIEWSKI

OF COUNSEL
BARRY A. NELSON

GARDENS CORPORATE CENTER
3801 PGA BOULEVARD
SUITE 604
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE 561.626.2101
TOLL FREE 800.226.1484
FACSIMILE 561.626.4742
info@comitersinger.com

PALM BEACH OFFICE
PLAZA CENTER
249 ROYAL PALM WAY
THIRD FLOOR
PALM BEACH, FL 33480

PLEASE REPLY TO:
PALM BEACH GARDENS

April 11, 2005

Division of Corporations
Attn: Limited Partnerships
P.O. Box 6327
Tallahassee, Florida 32314

Re: Mark Greenberg Limited Partnership

Dear Sir or Madam:

Enclosed please find a Certificate of Limited Partnership to be filed. We have enclosed our check in the amount of \$1,785.00 for the filing fees. I have enclosed an extra copy for you to stamp in and return to our office.

Thank you and should you have any questions or need anything further, please do not hesitate to contact me.

Sincerely yours,

Patti K. Babka, CLA
Certified Legal Assistant

/pkb

Enclosure(s) as Stated

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JAN 10 1993

MARK GREENBERG LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to Florida Statutes, §620.108, the undersigned Partners hereby make, acknowledge, and file this Certificate of Limited Partnership for the MARK GREENBERG LIMITED PARTNERSHIP hereinafter referred to as the Partnership.

1. The name of the Partnership is the MARK GREENBERG LIMITED PARTNERSHIP.

2. The initial purpose of the Partnership is to own, hold, maintain, sell, exchange and otherwise invest in the stock of corporations, limited liability corporations, general or limited partnership interests, real estate, and other business entity interests; and 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 reasonably incident thereto. The Partnership may, in the future, own, hold, build upon, maintain, sell, manage, operate, lease, exchange, or otherwise conduct business with respect to real property, 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 aforescribed property; and 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 do all things reasonably incident thereto. The Partnership may also specifically invest in stocks, bonds, and any other investment it sees fit, including purchase of said stocks, bonds and other investments in cash, on margin, buying and selling long and short, and may purchase such stocks and bonds on margin or directly; the Partnership may also purchase futures, options, puts, calls, etc. at the discretion of the general partner. Without limiting the foregoing, the Partnership 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 Uniform Limited Partnership Act of Florida.

3. The principal place of business and the mailing address of the Partnership shall be located at 321 Ridge Road, Jupiter, FL 33477, or such other place as the General Partner may from time to time designate. The name and address of the Resident Agent is, Michael S. Singer, Esquire, 3801 PGA Boulevard, Suite 604, Palm Beach Gardens, Florida 33410.

4. The name and address of each Partner is as follows:

GENERAL PARTNER:

LO5-34119
GREENBERG GP, LLC
321 Ridge Road
Jupiter, FL 33477

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LIMITED PARTNERS:

Mark Greenberg,
Individually
321 Ridge Road
Jupiter, Florida 33477

Bob Sabin and Brent
Greenberg, as Co-Trustees
of the Adam Greenberg
Irrevocable Trust dated
321 Ridge Road
Jupiter, Florida 33477

5. The Partnership and the limitation of liability of the Limited Partners will commence upon filing of this Certificate of Limited Partnership. The Partnership and limitation of liability of the Limited Partnership shall continue in accordance with the filing of this Certificate of Limited Partnership until May 1, 2055, unless sooner terminated in accordance with the Agreement of Limited Partnership.

6. The General Partner has contributed the property listed on Schedule "A" to the capital of the Partnership. 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, but may voluntarily contribute additional capital in exchange for additional limited partnership units, or may instead elect to increase such Limited Partner's basis in existing partnership units, at the election of such Limited Partner.

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 shall only have the right to assign and transfer any or all of his Limited Partnership Interest as restricted by the Agreement of Limited Partnership.

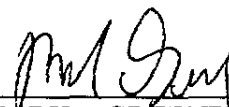
11. No right is given to any Partner to admit additional Limited Partners except with the consent of the General Partner and in accordance with the Partnership agreement.

12. In the event of the withdrawal, dissolution, assignment for the benefit of creditors, adjudication of bankruptcy, or insolvency, retirement, or insanity of a General Partner, the Partnership shall not dissolve, but shall continue in accordance with the terms of the Partnership Agreement.


IN WITNESS WHEREOF, the General and Limited Partners have hereunto set their hands and seals on the 10th day of April, 2005.

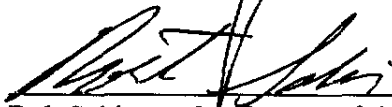
GENERAL PARTNER:

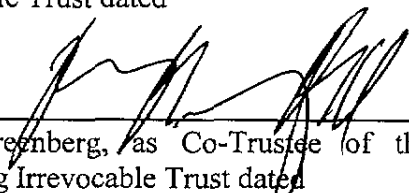
GREENBERG GP, LLC

By: 
MARK GREENBERG, Managing Member

LIMITED PARTNERS:


MARK GREENBERG, Individually


Bob Sabin, as Co-Trustee of the Adam Greenberg Irrevocable Trust dated


Brent Greenberg, as Co-Trustee of the Adam Greenberg Irrevocable Trust dated

STATE OF FLORIDA

COUNTY OF PALM BEACH

FILED

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Before me, the undersigned Notary Public in and for said State and County, personally appeared MARK GREENBERG, Member of GREENBERG GP, LLC known to me and who swore that he did sign the foregoing instrument for GREENBERG GP, LLC and that the same was his free act and deed in such capacity.

The foregoing Certificate of Limited Partnership for MARK GREENBERG LIMITED PARTNERSHIP was subscribed, sworn to, and acknowledged before me this 7th day of April, 2005, by MARK GREENBERG, Managing Member of GREENBERG GP, LLC who is personally known to me or who has produced a driver's license as identification and who did or did not take an oath.


NOTARY PUBLIC

My Commission Expires:



SCHEDULE "A"
AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting the sole general partner of the MARK GREENBERG Limited Partnership, a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date made by the Limited Partners to the Partnership is \$1,980,000.00.

The total amount of capital contributed and anticipated to be contributed by the Limited Partners to the Partnership at this time totals \$1,980,000.00.

Signed this 14th day of April, 2005.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

GREENBERG GP, LLC,
a Florida limited liability company

By: [Signature]
MARK GREENBERG, Managing Member

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

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 MARK GREENBERG, in his capacity as a managing member of GREENBERG GP, LLC, the General Partner of the MARK GREENBERG Limited Partnership, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and he acknowledged to me and before me that he executed this Affidavit freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 14th day of April, 2005.

NOTARY PUBLIC

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

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Certificate Designating Place of Business or Domicile for the Service of Process Within This State,
Naming Agent Upon Whom Process May Be Served.

The following is submitted, in compliance with Florida Statutes:

MARK GREENBERG LIMITED PARTNERSHIP is a Limited Partnership organized under the laws of the State of Florida, with its principal office located at 321 Ridge Road, Jupiter, in the County of Palm Beach, State of Florida. MARK GREENBERG LIMITED PARTNERSHIP has named Mark Greenberg, 321 Ridge Road, Jupiter, Florida 33477, its agent to accept service of process within this State.

ACCEPTANCE:

I agree 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 designated address in Florida) in some conspicuous place in the office as required by law.



MARK GREENBERG