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DIVISION OF CORPORATIONS



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 719257 4331939

AUTHORIZATION :

*Carina Dunlap*

\*\*FILE SECOND\*\*

COST LIMIT : \$ 77.50

ORDER DATE : November 22, 2005

ORDER TIME : 10:51 AM

ORDER NO. : 719257-010

CUSTOMER NO: 4331939

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NAME: OCEAN EQUITY PARTNERS XIX,  
LLLP

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX STATEMENT OF QUAL OF A FL LLLP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: \_\_\_\_\_

**STATEMENT OF QUALIFICATION FOR  
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State: OCEAN EQUITY PARTNERS XIX, LLLP.

(See attached certificate of limited partnership, affidavit of capital contributions and applicable limited partnership filing fees)

2. Suffix adopted for the above named limited partnership: "LLLP."

3. The street address of its chief executive office: 2400 East Commercial Boulevard Suite 719, Fort Lauderdale, FL 33308.

4. The street address of principal office in Florida: 2400 East Commercial Boulevard Suite 719, Fort Lauderdale, FL 33308.

5. Pursuant to Section 620.187 of the Florida Statutes, the limited partnership hereby elects to be a limited liability limited partnership.

6. The effective date of this filing shall be as of the date this document is filed with the Florida Secretary of State.

7. The name and Florida street address of the partnership's agent for service of process: IGS Capital Management Corp., 2400 East Commercial Boulevard Suite 719, Fort Lauderdale, FL 33308.

8. The terms and conditions of the limited partnership becoming a limited liability limited partnership have been approved by the vote required by Section 620.9001(2) of the Florida Statutes.

The execution of this statement by a general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

The President of the sole General Partner of OCEAN EQUITY PARTNERS XIX, LLLP has executed the foregoing Statement of Qualification on this 18<sup>th</sup> day of November, 2005, in accordance with Section 620.114 of the Florida Statutes.

**IGS Capital Management Corp., a Florida  
corporation, General Partner**

By: \_\_\_\_\_

**Raphael A. Dominguez, President**

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