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C. LEWIS
DEC - 4 2012
EXAMINER

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FILE NO. CovGen

November 29, 2012

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Amendment to Certificate of Limited Partnership of Cove Club
Investors, Ltd., a Florida limited partnership

Dear Sir or Madam:

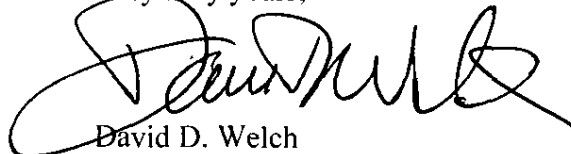
In connection with the above matter, enclosed please find an original Twelfth Amendment to Certificate of Limited Partnership of Cove Club Investors, Ltd., together with our check in the sum of \$105.00, representing the filing fee and cost of obtaining a certified copy of the certificate.

Please note that the enclosed amendment to certificate certifies that there is no change in the amount of capital contribution by the limited partners. The total is still \$728,000.00, which is the same amount as is reflected on the Amended Certificate of Limited Partnership filed April 18, 1978, the Second, Third, Fourth, Fifth, Sixth, Seventh, Eighth, Ninth, Tenth, and Eleventh Amendment to Certificate of Limited Partnership, dated October 26, 1979, July 18, 1980, June 30, 1988, May 5, 1989, June 26, 1991, April 15, 1992, January 13, 1997, January 1, 1998, September 15, 1998, and October 3, 2007, respectively.

After filing, please provide the undersigned with a certified copy of the Twelfth Amendment to Certificate of Limited Partnership.

Thank you for your cooperation herein.

Very truly yours,



David D. Welch

DDW/ljb

Encls:

TWELFTH AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

OF

COVE CLUB INVESTORS, LTD.

AD5861

THE UNDERSIGNED, desiring to amend the Certificate of Limited Partnership of **COVE CLUB INVESTORS, LTD.**, filed in the office of the Secretary of State of Florida on July 13, 1977, do hereby certify as follows:

The following paragraphs of Certificate of Limited Partnership filed on July 13, 1977, are amended as provided below:

2. The business to be conducted by the partnership shall be the acquisition, ownership and leasing of real and personal property consisting of and to be used in connection with the operation of the Boca Dunes Golf and Country Club.

3. The principal place of business of the partnership is 1400 Country Club Drive, Boca Raton, Florida 33428.

4. The name and place of business of the sole General Partner and the names and places of residence/principal place of business of the Limited Partners are as follows:

General Partner: 540526

COVE GENERAL, INC.
1400 Country Club Drive
Boca Raton, FL 33428

Limited Partners:

CHARLOTTE T. WEAVER, MATTHEW T. WEAVER,
and G. MICHAEL MARTIN, as Trustees of the
WEAVER GOLF TRUST U/A/D April 30, 1987
9524 Cross Creek Drive
Boynton Beach, FL 33436

DAVID D. WELCH and BARBARA L. WELCH,
as Tenants by the Entirety
2651 N. E. 23rd Street
Pompano Beach, FL 33062

CHRIS SOVA
1400 Country Club Drive
Boca Raton, FL 33428

5. The term of the partnership began on July 13, 1977, and shall continue to exist for a perpetual duration unless sooner terminated in the manner provided in the Amended Agreement of Limited Partnership of Cove Club Investors, Ltd. dated September 15, 1977.

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6. The cash and agreed value of other property contributed by each partner is listed below. For the purpose of this paragraph, the following definitions shall apply:

"Other property" shall mean the real property and improvements known as the Boca Dunes Golf and Country Club formerly known as Sandalfoot Cove Golf and Country Club, comprised of the real property and all improvements and personal property located at 1400 Country Club Drive, Boca Raton, FL 33428, and other lands subject to certain encumbrances all as further described in the Amended Agreement of Limited Partnership; and

"Value" shall mean fair market value net of all liabilities attributable to said property.

The other property indicated to have been contributed by named partners includes interests therein originally contributed by former Limited Partners who have since assigned their interest to the named partners.

CASH

<u>NAME:</u>	<u>AMOUNT</u>
CHARLOTTE T. WEAVER, MATTHEW T. WEAVER AND G. MICHAEL MARTIN, as Trustees of the WEAVER GOLF TRUST U/A/D April 30, 1987	\$500.00
DAVID D. WELCH and BARBARA L. WELCH as Tenants by the Entirety	\$200.00

OTHER PROPERTY

<u>NAME</u>	<u>AMOUNT OF "OTHER PROPERTY"</u>	<u>VALUE</u>
CHARLOTTE T. WEAVER, MATTHEW T. WEAVER and G. MICHAEL MARTIN as Trustees of the WEAVER GOLF TRUST U/A/D April 30, 1987	77% of an undivided 52% interest (valued at \$154,000) and 47.556% of an undivided 48% interest (valued at \$251,094)	\$405,094
DAVID D. WELCH and BARBARA L. WELCH as Tenants by the Entirety	20.5% of an undivided 52% interest (valued at \$41,000) and 46.064% of an undivided 48% interest (valued at \$243,215)	\$284,215
CHRIS SOVA	2.5% of an undivided 52% interest (valued at \$5,000) and 6.380% of an undivided 48% interest (valued at \$33,691)	\$ 38,691

No other property has been contributed to the partnership by the Limited Partners, and the Limited Partners have not agreed to make additional contributions to the Partnership.

8. The share of the profits the General Partner and each Limited Partner shall receive by reason of such partners' contribution are:

<u>NAME:</u>	<u>PERCENTAGE</u>
COVE GENERAL, INC. (General Partner)	.65%
CHARLOTTE T. WEAVER, MATTHEW T. WEAVER & G. MICHAEL MARTIN, as Trustees of the WEAVER GOLF TRUST U/A/D April 30, 1987 (Limited Partner)	60.07%
DAVID D. WELCH and BARBARA L. WELCH as Tenants by the Entirety (Limited Partner)	31.22%
CHRIS SOVA (Limited Partner)	8.06%

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Except as amended hereby, the Certificate of Limited Partnership filed on July 13, 1977, shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this Twelfth Amendment to Certificate of Limited Partnership on the date indicated.

GENERAL PARTNER

Date: November 29, 2012
BY David D. Welch
DAVID D. WELCH, Its President

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, this day, personally appeared DAVID D. WELCH, the President of COVE GENERAL, INC., a Florida corporation, who, being duly sworn, deposes and says that he executed the foregoing Twelfth Amendment to Certificate of Limited Partnership of COVE CLUB INVESTORS, LTD. and that the statements therein are true and correct to the best of his knowledge.

Deponent: David D. Welch
DAVID D. WELCH

SWORN AND SUBSCRIBED TO by DAVID D. WELCH, who is personally known to me to be the person who executed the above and foregoing instrument and to whom I administered an oath upon his personal appearance before me, this 29th day of November, 2012.

Linda Jo Brooks
NOTARY PUBLIC, STATE OF FLORIDA
Printed Name:
Commission No.:
My Commission Expires

