

**A06000001358**

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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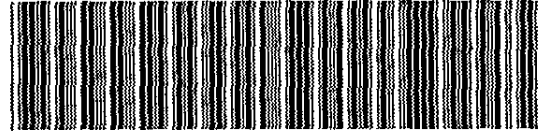
(Business Entity Name)

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November 17, 2006

Florida Department of State  
Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**RE: Klaasmeyer Family Limited Partnership**

Dear Sir or Madam:

Enclosed please find two executed copies of a Certificate of Limited Partnership for the Klaasmeyer Family Limited Partnership for filing with your office, along with a check in the amount of \$1,051.25 to cover filing fees. I would appreciate it if you would file these documents at your earliest convenience and return the Certified Copy and Certificate of Status to me using the self-addressed stamped envelope or to the address listed below:

Deborah L. Vath  
Erickson & Sederstrom, P.C.  
10330 Regency Parkway Drive  
Omaha, NE 68114

Should you have any questions or need additional information, please do not hesitate to contact me, Deborah Vath at 402-397-2200. Thank you for your cooperation and assistance in this regard.

Sincerely,



Deborah L. Vath

dlv  
Enclosure

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**CERTIFICATE OF PARTNERSHIP**

**OF**

**KLAASMEYER FAMILY LIMITED PARTNERSHIP**

We, the undersigned, hereby and herewith form a Limited Partnership pursuant to the provisions of the Florida Uniform Limited Partnership Act and hereby certify as follows:

I. Name. The name of the Partnership shall be **KLAASMEYER FAMILY LIMITED PARTNERSHIP**.

II. Designated Office. The street address and mailing address of the initial designated office is 3991 Gulf Shore Blvd. N #1004, Naples, FL 34103.

III. Character of Business. The Partnership shall conduct an investment business and any other business authorized under Florida law.

IV. Office and Agent. The office address of the Partnership shall be 3991 Gulf Shore Blvd. N #1004, Naples, FL 34103. The name of the Agent for service of process at such address shall be **LINDA L. KLAASMEYER**.

V. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with the obligations of my position as registered agent.

  
**LINDA L. KLAASMEYER**, Registered Agent

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VI. This partnership does elect to be a limited liability limited partnership.

VII. Partners. The name and the business address of each Partner, their status as a General or Limited Partner, the amount of cash and a description and statement of the agreed value of other property contributed by each Partner and the number of Units owned by each Partner and the percentage interest of each Partner in the net profits and losses of the Partnership is set forth on Schedules "A" and "B" attached hereto and by this reference made a part hereof as if fully set forth herein.

The name and address of the General Partner is:

**LINDA L. KLAASMEYER**

3991 Gulf Shore Blvd. N #1004, Naples, FL 34103

VIII. Additional Capital Contributions. Partners shall not be subject to assessment for additional capital contributions.

IX. Transfer of Limited Partnership Interest. No Limited Partner, during his or her lifetime, shall sell, assign, transfer, mortgage or change his or her interest in the Partnership or any portion thereof without obtaining the written consent of the General Partners.

X. Withdrawal. The capital contributions of each Partner shall not be subject to withdrawal.

XI. Profits and Losses/Distributions of Income.

(a) The net profits and net losses of the Partnership shall be distributable or chargeable, as the case may be, to each of the Partners in proportion to each Partner's percentage interest in the net profits and losses as set forth on Schedule "A" attached hereto.

(b) Distribution of cash or other property shall be apportioned among the Partners in proportion to each Partner's percentage interest in net profits and losses as set forth on Schedule "A". Distribution of property, cash or of net distributable income may be made at any time that there is sufficient cash or other property in the Partnership which the General Partners, in their absolute discretion, determine is not needed in the operation thereof, but any distribution will be made only if, in the absolute judgment of the General Partners, it will not in any way jeopardize or limit the business of the Partnership.

XII. Dissolution or Termination. In the event of the retirement, death, insanity or bankruptcy of a General Partner, the Partnership shall not be dissolved but rather shall be continued by the remaining General Partners.

In the event all of the General Partners are either retired, deceased, insane or bankrupt, then this Partnership shall be dissolved unless otherwise agreed to the contrary by the Partners holding a majority of the Partnership Units, in which case a new General Partner shall be selected by such Partners.

The Partnership shall otherwise be dissolved and terminated upon the happening of any of the following events:

- (a) The retirement, death, insanity or bankruptcy of all General Partners unless otherwise agreed.
- (b) As otherwise provided under the Florida Limited Partnership Act.
- (c) Upon election of the General Partners in the event a Partner wishes to sell his or her Partnership interest.

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XIII. Transfer of Partnership Interests. Transfers by a Partner of his or her Partnership interest during lifetime or at death are subject to certain restrictions more fully set forth in the Partnership Agreement on file in the office of the Partnership.

DATED this 02 day of November, 2006.

GENERAL PARTNER:

  
LINDA L. KLAASMEYER

LIMITED PARTNERS:

  
CHRISTOPHER L. KLAASMEYER

  
CRAIG W. KLAASMEYER

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SCHEDULE "A"  
KLAASMEYER FAMILY LIMITED PARTNERSHIP  
*November 2*, 2006

<u>Partner/Address</u>	<u>Status</u>	<u>Contribution</u>	<u>Units of Partnership</u>	<u>Percentage of Ownership</u>
Linda L. Klaasmeyer 3991 Gulf Shore Blvd. N #1004, Naples, FL 34103	General	\$4,000	2	2%
Christopher L. Klaasmeyer 3127 South Trinity Rd. Hershey, NE 69143	Limited	\$98,000	48	48%
Craig W. Klaasmeyer 8 Chester Street London SW1X7BB UK	Limited	\$98,000	48	48%
<b>TOTAL</b>		\$200,000	100	100%

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SCHEDULE "B"  
KLAASMEYER FAMILY LIMITED PARTNERSHIP  
November 2, 2006  
INITIAL CONTRIBUTIONS TO PARTNERSHIP

<u>Partner</u>	<u>Cash Contribution</u>
Linda L. Klaasmeyer 3991 Gulf Shore Blvd. N #1004 Naples, FL 34103	\$4,000
Christopher L. Klaasmeyer 3127 South Trinity Rd. Hershey, NE 69143	\$98,000
Craig W. Klaasmeyer 8 Chester Street London SW1X7BB UK	\$98,000

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