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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

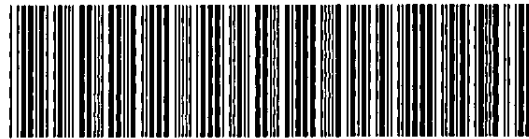
(Business Entity Name)

(Document Number)

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W12-38019

2012 JUL 16 AM 10:18  
TALLAHASSEE, FLORIDA

2012 JUL 16 AM 10:18

FILED

J. BRYAN

SEP - C 2012

EXAMINER

**HOWARD** WIENER  
ATTORNEY AT LAW

Howard J. Wiener & Associates, P.L.  
4500 PGA Boulevard  
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July 13, 2012

**VIA FEDERAL EXPRESS:**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: **Charmey Family Limited Partnership, L.P.**

Dear Sir or Madam:

Enclosed find original and one (1) signed copy of Certificate of Limited Partnership of captioned, together with a check in the amount of \$1,837.50, payable to the Department of State, representing payment of the filing fee based upon the anticipated amount of capital contributions of the limited partners (at the rate of \$7.00 per \$1,000.00 of contributions, but not more than \$1,750.00), plus \$52.50, representing the fee for a certified copy, together with an additional \$35.00 for the provision within the Certificate which designates the resident agent.

Upon the filing of the Certificate of Limited Partnership with the Department of State, please receipt the copy which is enclosed marked filed and return same to this office with the Certificate of Department of State in the enclosed Federal Express envelope.

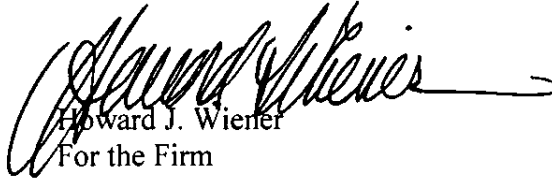
**I WOULD APPRECIATE YOUR FILING THE ENCLOSED CERTIFICATE OF LIMITED PARTNERSHIP ON JULY 16, 2012, AND THEREFORE, RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THE DATE OF FILING WITH THE DEPARTMENT OF STATE.**

**VERY IMPORTANT:** We are this date filing the Articles of Organization of CHARMEY HOLDINGS, LLC, the General Partner of the Charmey Family Limited Partnership, L.P., to be effective as of July 16, 2012. Please coordinate the filing of the attached Certificate of Limited Partnership ("COLP") so that the filing of the COLP takes place after the filing of the CHARMEY HOLDINGS, LLC Articles of Organization.

FILED  
2012 JUL 16 AM 10:18  
TALLAHASSEE, FLORIDA  
CLERK OF THE SUPREME COURT

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,



Howard J. Wiener  
For the Firm

HJW/cjt  
Enclosures

cc: Douglas N. Daft (*w/o enclosures*)  
Pat Hamel (*w/o enclosures*)  
Gary B. Sellari, CPA (*w/o enclosures*)

FILED  
2012 JUL 16 AM 10:18  
STATE OF FLORIDA  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 18, 2012

HOWARD J. WIENER  
HOWARD J. WIENER & ASSOCIATES, P.L.  
4500 PGA BOULEVARD, SUITE 301A  
PALM BEACH GARDENS, FL 33418

JUL 27 2012

FILED  
2012 JUL 16 AM 10:18  
TALLAHASSEE, FLORIDA

SUBJECT: THE CHARMEY FAMILY LIMITED PARTNERSHIP, L.P.  
Ref. Number: W12000038019

We have received your document for THE CHARMEY FAMILY LIMITED PARTNERSHIP, L.P. and check(s) totaling \$1837.50. However, your check(s) and document are being returned for the following:

Effective January 1, 2006, Chapter 620, Florida Statutes, does not require or permit the filing of a "Supplemental Affidavit of Capital Contributions." Therefore, the enclosed document is being returned to you. The fee to file the Limited Partnership is \$1000.00,

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) 245-6051.

Joey Bryan  
Regulatory Specialist II

Letter Number: 812A00019078

**HOWARD** WIENER  
**ATTORNEY AT LAW**

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Brooke A. Wiener, J.D.  
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Cindy Thomas, Legal Assistant  
e-mail: [thomascjt@gmail.com](mailto:thomascjt@gmail.com)

September 4, 2012

**VIA FEDERAL EXPRESS:**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301  
Attn: Joey Bryan

**Re: Charmey Family Limited Partnership, L.P.**

Dear Mr. Bryan:

Attached find a copy of your letter of July 18, 2012 which returns our document for the Charmey Family Limited Partnership, L.P. In response thereto, I have enclosed an original and one (1) signed copy of the Certificate of Limited Partnership of Charmey Family Limited Partnership, L.P., which has been revised: (i) by deleting the filing of a "Supplemental Affidavit of Capital Contributions", (ii) as well as deleting Paragraph 14 in the Certificate of Limited Partnership. Also enclosed find our check in the amount of \$1,052.50 payable to the Department of State: \$1,000.00 representing payment of the filing fee, plus \$52.50 for a certified copy.

Upon the filing of the Certificate of Limited Partnership with the Department of State, please return a certified copy to this office with the Certificate of Department of State in the enclosed Federal Express envelope.

**I WOULD APPRECIATE YOUR FILING THE ENCLOSED CERTIFICATE OF LIMITED PARTNERSHIP EFFECTIVE AS OF THE DATE YOU RECEIVED OUR ORIGINAL FILING, JULY 16, 2012, AND THEREFORE, RESPECTFULLY REQUEST THAT YOU CALL ME UPON YOUR RECEIPT OF THIS LETTER TO CONFIRM THE DATE OF FILING WITH THE DEPARTMENT OF STATE.**

**VERY IMPORTANT:** We have also filed the Articles of Organization of CHARMEY HOLDINGS, LLC, the General Partner of the Charmey Family Limited Partnership, L.P., which LLC was effective as of July 16, 2012 at 2:32 p.m. Please coordinate the filing of the attached Certificate of

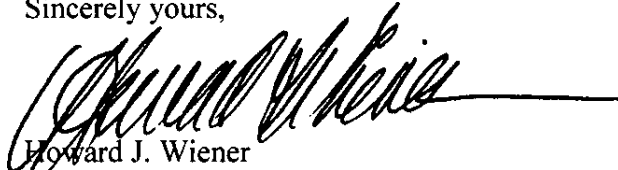
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JUL 19 AM 10:18  
TALLAHASSEE, FL  
CLERK OF THE COURT  
JUL 19 2012

Page 2

Limited Partnership ("COLP") so that the filing of the COLP takes place immediately after the time of filing of CHARMEY HOLDINGS, LLC Articles of Organization, effective as of July 16, 2012.

Thank you for your cooperation and kind attention to this important matter.

Sincerely yours,



Howard J. Wiener  
For the Firm

HJW/cjt  
Enclosures

FILED  
2012 JUL 16 AM 10:18  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**THE CHARMEY FAMILY LIMITED PARTNERSHIP, L.P.**

**A Florida Limited Partnership**

FILED  
2012 JUL 16 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as formers of a limited partnership under the *Florida Revised Uniform Limited Partnership Act*, adopt the following certificate for such limited partnership.

1. Name. The name of this Limited Partnership is **THE CHARMEY FAMILY LIMITED PARTNERSHIP, L.P.**

2. Business. The general character of the Partnership business shall be to own, acquire, sell, lease and invest in real and personal property of any type, kind or description, and to conduct a general business as thereto related.

3. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 101 Worth Avenue, Apt. 3D, Palm Beach, FL 33480, at which place the records shall be maintained.

4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Howard J. Wiener, Esq., Howard J. Wiener & Associates, P.L., 4500 PGA Blvd., Suite 301A, Palm Beach Gardens, FL 33418, who acknowledges by his signature hereunder, his acceptance of same.

5. The General Partner. The name and business address of the General Partner is as follows:

GENERAL PARTNER

CHARMEY HOLDINGS, LLC

#L12000093242

PLACE OF BUSINESS

101 Worth Avenue

Apt. 3D

Palm Beach, FL 33480

6. Mailing Address. The mailing address of the Limited Partnership is 101 Worth Avenue, Apt. 3D, Palm Beach, FL 33480.

7. Term. The Partnership shall begin at the time of the filing of the Certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on December 31, 2051, unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a super majority in interest consent of the Partners. Provided, however, that in no event may the Partnership be liquidated and dissolved during the first ten (10) years of its existence.

8. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.

9. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his or her capital contribution except upon dissolution of the Partnership or to the extent that such contribution fails to qualify under Section 721(a) of the Internal Revenue Code of 1984, as amended. Notwithstanding the foregoing, a Limited Partner may withdraw or demand the return of any portion of his, her or its capital contribution at any time on or before December 30, 2012.

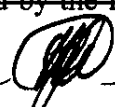
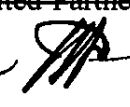
10. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in accordance with their Percentage Interests, unless retained for Partnership investment and business activities.

11. Sale or Transfer of Interest in Partnership. A Limited Partner shall not have the right to sell or transfer his or her interest in the Partnership without the prior written consent of the General Partner.

12. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.



13. Day to Day Management by General Partner. The General Partner shall have the sole, full and exclusive right to manage, operate, administer and control the Partnership business and investment activities.

~~14. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Limited Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A", Affidavit of the Amount of the Capital Contributions of the Limited Partners, and Any Amount Anticipated to be Contributed by the Limited Partners," attached hereto, with an agreed value of \$19,800,000.00. Deleted~~  

IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the 13th day of July, 2012.

GENERAL PARTNER:

CHARMEY HOLDINGS, LLC

By: 

DOUGLAS N. DAPT, President

REGISTERED AGENT:

HOWARD J. WIENER & ASSOCIATES, P.L.

By: 

HOWARD J. WIENER, ESQ.

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2012 JUL 16 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA