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### PHILIP TATIOH:

PROFESSIONAL ASSOCIATION

ATTORNEY AND COUNSELLOR AT LAW

POST OFFICE BOX 2545

WINTER PARK, FLORIDA 32790-2545

TELEPHONE (407) 629-4433 FACSIMILE (407) 629-4455

December 6, 2013

1251 MILLER AVENUE, SUITE B
WINTER PARK, FLORIDA 32789
PTATICH®AOL.COM

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: US GATE, LP

## Gentlemen/Ladies:

Enclosed are two (2) executed counterparts of the *Certificate of Limited Partnership* of the referenced entity, together with a check in the amount of \$1,052.50 to cover the following fees:

Filing Fee	\$	965.00
Certified Copy		52.50
Registered Agent Designation		<u>35.00</u>

Total \$<u>1,052.50</u>

The certified copy of the *Certificate of Limited Partnership* should be returned to the undersigned.

Very truly yours

Philip Tatich

PT:mji

Enclosures

cc: Daniel Robison (via e-mail only) Russell L. Mills (via e-mail only)



December 13, 2013

PHILIP TATICH, ATTORNEY P O BOX 2545 WINTER PARK, FL 32790-2545

SUBJECT: US GATE, LP Ref. Number: W13000068334

We have received your document for US GATE, LP and your check(s) totaling \$1052.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability limited partnership must have an active registration/filing on file with this office before this filing can be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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.

Tammy Hampton Regulatory Specialist III

Letter Number: 213A00028425

### PHILIP TATIOH

PROFESSIONAL ASSOCIATION

ATTORNEY AND COUNSELLOR AT LAW
POST OFFICE BOX 2545

WINTER PARK, FLORIDA 32790-2545

January 16, 2014

TELEPHONE (407) 629-4433 FACSIMILE (407) 629-4455

1251 MILLER AVENUE, SUITE B WINTER PARK, FLORIDA 32789 PTATICH®AOL.COM

Tammy Hampton, Regulatory Specialist III Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: L

US GATE, LP

Your Ref. No.: W13000068334

Dear Ms. Hampton:

In early December we filed a *Certificate of Limited Partnership* for US GATE, LP which reflected the general partner to be Propergy US, Inc. The *Certificate of Limited Partnership* (US GATE, LP) and the *Articles of Organization* (Propergy US, Inc.) were mailed for filing at the same time.

At the time you processed the *Certificate of Limited Partnership* for US GATE, LP the *Articles of Organization* for Propergy US, Inc. had not been filed. Accordingly, you sent us a letter of explanation (Letter No. 213A00028425), a copy of which is enclosed for reference.

The Articles of Organization for Propergy US, Inc. have now been filed and we are resubmitting two (2) executed counterparts of the Certificate of Limited Partnership for US GATE, LP which reflects the date of execution as January 14, 2014.

Should you have any questions regarding the following, please give me a call.

Philip Tatich

PT:mji

Enclosures

cc: Daniel Robison (via e-mail only) Russell L. Mills (via e-mail only)

# CERTIFICATE OF LIMITED PARTNERSHIP OF US GATE, LP

The undersigned hereby makes, acknowledges and files with the Secretary of State of the State of Florida, this *Certificate of Limited Partnership* for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

- NAME OF PARTNERSHIP The name of the Partnership shall be US
   GATE, LP.
- 2. LOCATION OF INITIAL DESIGNATED OFFICE The initial designated offices of the Partnership shall be located at 1251 Miller Avenue, Suite B, Winter Park, Florida 32789, or such other place or places as the General Partner shall from time to time determine.
  - 3. NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS

PHILIP TATICH 1251 Miller Avenue, Suite B Winter Park, Florida 32789

4. NAMES AND ADDRESS OF THE GENERAL PARTNER

PROPERGY US, INC. 2404 North Rio Grande Avenue Orlando, Florida 32804

5. MAILING ADDRESS OF THE PARTNERSHIP

2404 North Rio Grande Avenue Orlando, Florida 32804

6. The latest date upon which the Partnership is to dissolve is upon the occurrence of any of the following events:

- (a) the determination by the General Partner, with the written concurrence of Limited Partners holding fifty-one percent (51%) of the Percentage Interests of all Limited Partners;
- (b) the bankruptcy, withdrawal or removal of a General Partner and failure by the Limited Partners to elect to continue the Partnership and select a successor General Partner as provided in the Partnership Agreement; or
- (c) the disposition of all or substantially all of the Partnership assets; or
- (d) the occurrence of an event specified under the laws of the State of Florida as one effecting a dissolution (except as otherwise provided in the Partnership Agreement).

DATED as of the 14th day of January, 2014.

### **GENERAL PARTNER**

By: **PROPERGY US, INC.**, a Florida corporation, as General Partner

By: Philip Talich, Vice Presiden

### **ACCEPTANCE OF REGISTERED AGENT**

The undersigned hereby accepts his designation as Registered Agent for **US GATE**, **LP** and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act.

Philip Tatick

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