

A32996

Caneel Bay, Ltd.

Requestor's Name

4440 PGA Blvd. #103

Address

Palm Beach Gardens, FL 33410

City/State/Zip

Phone #

600002425086--6
-02/09/98--01061--001
*****52.50 *****52.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Caneel Bay, Ltd.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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98 MAR 23 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

CM

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 16, 1998

CANEEL BAY, LTD.
4440 PGA BLVD., SUITE 103
PALM BEACH GARDENS, FL 33410

SUBJECT: CANEEL BAY, LTD.
Ref. Number: A32996

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96 MAR 23 PM 4: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CANEEL BAY, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name and address is required for any newly designated general partner.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 198A00008755



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1998

CANEEL BAY, LTD.
4440 PGA BLVD., SUITE 103
PALM BEACH GARDENS, FL 33410

SUBJECT: CANEEL BAY, LTD.
Ref. Number: A32996

FILED
98 MAR 23 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CANEEL BAY, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The name and address is required for any newly designated general partner.

The document must include the date of filing of its original certificate of limited partnership. Our records reflect the original certificate was filed on May 27, 1992. Please amend your document accordingly.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 098A00011841

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

CANEEL BAY, LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on May 27, 1992, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Amendment(s): (indicate article number(s) being amended, added, or deleted)

See Attached Exhibit A which is Incorporated herein
by this reference

SECOND: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

CANEEL BAY MANAGEMENT, INC.

By: Harold I. Schein

Signature(s) of new general partner(s), if applicable:

Harold I. Schein

4440 P.G.A. Boulevard, Suite 103

Palm Beach Gardens, FL 33410

A32996

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TALLAHASSEE, FLORIDA

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**FIRST AMENDMENT
CANEEL BAY, LTD.
AGREEMENT OF LIMITED PARTNERSHIP**

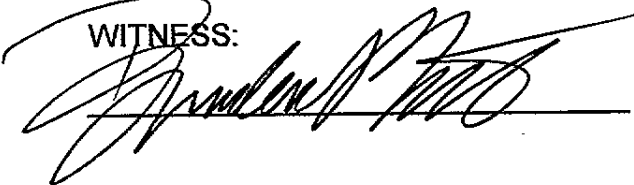
This is the First Amendment to the Certificate and Agreement of Limited Partnership ("Agreement") entered into on May 26, 1992, by and among Caneel Bay Management, Inc., a Florida corporation as the withdrawing General Partner (hereinafter referred to as the "Withdrawing General Partner"); Harold I. Schein as the new General Partner (the "New General Partner"); Harold I. Schein and Ellen R. Schein as the continuing Limited Partners (the "Limited Partners") and L.P.M. Associates, Rhode Island General Partnership, and Philip Schein, Trustee of the Philip Schein Irrevocable Trust dated May 26, 1992, as the Withdrawing Limited Partners (the "Withdrawing Limited Partners");

The Agreement shall be amended as follows:

1. The term "General Partner of Caneel Bay, Ltd. (the "Partnership") shall mean Harold I. Schein and the Limited Partners shall mean Harold I. Schein and Ellen R. Schein.
2. The Limited Partners shall receive interests in the Partnership as set forth on the attached Exhibit "A".
3. The Withdrawing General Partner and the Withdrawing Limited Partners hereby withdraw from the Partnership and shall have no interest in the Partnership from and after December 31, 1997.
4. Exhibits "A" and "B" to the Agreement shall be changed as set forth in the attached Exhibits "A" and "B".
5. The Terms and Conditions of the Agreement shall otherwise remain in full force and effect.

IN WITNESS WHEREOF, the undersigned have executed this Agreement effective as of January 1, 1998

WITNESS:



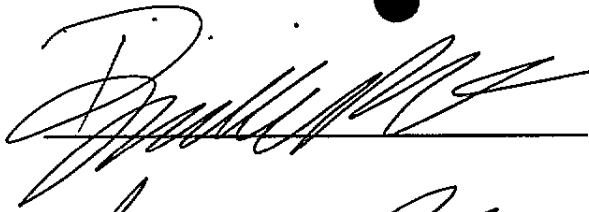
NEW GENERAL PARTNER

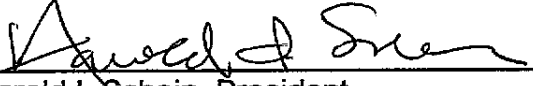

HAROLD I. SCHEIN

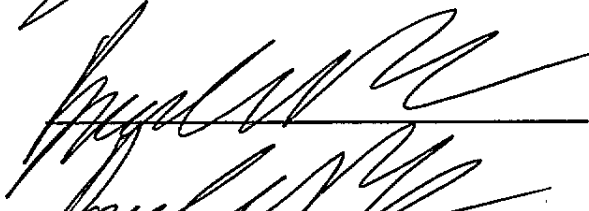
4440 P.G.A. Blvd, Suite 103, Palm Beach Garden, FL 33410
WITHDRAWING GENERAL PARTNER:


CANEEL BAY MANAGEMENT, INC.

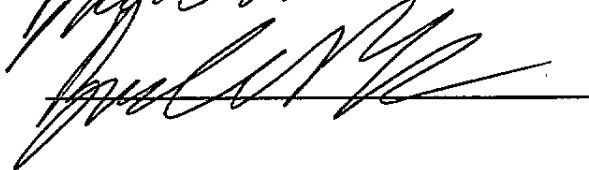
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CLERK OF STATE
TALLAHASSEE, FLORIDA




By 
Harold I. Schein, President



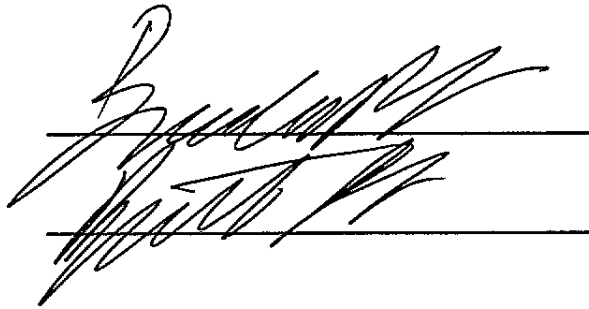
LIMITED PARTNERS:

HAROLD I. SCHEIN

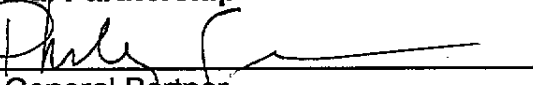



ELLEN R. SCHEIN

WITHDRAWING LIMITED PARTNERS

L.P.M. ASSOCIATES, a Rhode Island
General Partnership



By 
A General Partner


PHILIP SCHEIN, TRUSTEE OF THE PHILIP
SCHEIN IRREVOCABLE TRUST DATED
MAY 26, 1992

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TALLAHASSEE, FLORIDA

EXHIBIT "A"

	<u>Units of Limited Partnership</u>	<u>Capital Contribution</u>
<u>General Partner</u>		
Harold I. Schein	1	\$1
4440 P.G.A. Blvd., Suite 103, Palm Beach Garden, FL 33410		
<u>Limited Partners</u>		
Harold I. Schein	99	\$99
Ellen R. Schein		

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TALLAHASSEE, FLORIDA

EXHIBIT "B"

Capital Contributions to Caneel Bay, Ltd.

	Units of General/Limited Partnership	Capital Contribution
<u>General Partner:</u>		
Harold I. Schein	1	\$1.00
4440 P.G.A. Blvd., Suite 103, Palm Beach Garden, FL 33410		
<u>Limited Partners:</u>		
Harold I. Schein and Ellen R. Schein	99	\$99.00

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TALLAHASSEE, FLORIDA