

A95000000336

LEWIS, VEGOSEN & ROSENBACH, P.A.  
ATTORNEYS AT LAW  
300 SOUTH AUSTRALIAN AVENUE  
WEST PALM BEACH, FLORIDA 33401

ROBERT M. LEWIS (1932-1982)

CASS W. CHRISTENSEN  
ANNIE DESORMIER-CARTWRIGHT  
GARY M. DUNKIN  
CYNTHIA J. JACKSON  
JOHN H. LEVITT  
MARSHALL J. OSOFSKY  
DEAN J. ROSENBACH  
JOHN R. SHEPPARD, JR.  
KENNETH A. TREADWELL  
DEAN VEGOSEN  
GARY WALK

MAILING ADDRESS:  
P.O. BOX 4388  
WEST PALM BEACH, FL 33402-4388

EDWARD BOHICK  
FREDERICK J. KIRTL, III  
"OF COUNSEL,"

TELEPHONE (407) 639-3300  
FAX (407) 832-1991

March 3, 1995

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

700001422427  
-03/07/95--01054--001  
\*\*\*\*339.50 \*\*\*\*339.50

Re: Estein & Associates Las Vegas, Ltd.

Gentlemen:

Enclosed in connection with the captioned are one original and one copy of each of the following:

1. Certificate of Limited Partnership.
2. Affidavit of Capital Contributions.
3. Acceptance of Appointment as Registered Agent.

Also enclosed herewith is a check to the order of the Secretary of State in the amount of \$339.50 to cover the following fees:

|                                                                       |          |
|-----------------------------------------------------------------------|----------|
| Filing Fee (based on contributions of \$36,000 from limited partners) | \$252.00 |
| Certified copy of Certificate                                         | 52.50    |
| Registered Agent Fee                                                  | 35.00    |

Total:

\$339.50

|                   |                                                                                                                                                                  |
|-------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name              | 3/8/95                                                                                                                                                           |
| Availability      | OK                                                                                                                                                               |
| Document Examiner | Kindly process the enclosures, certify the copies and return the certified copies to Mr. Vegosen at the address on this letterhead at your earliest convenience. |
| Update            | Thank you for your attention to this matter.                                                                                                                     |
| Agent             | LOC                                                                                                                                                              |
| Verify            | LOC                                                                                                                                                              |
| ha/Encis.         |                                                                                                                                                                  |

cc: Lothar Estein

Sincerely,

*Jeanne Aplington*

Jeanne Aplington,  
Secretary to Dean Vegosen

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ESTEIN & ASSOCIATES LAS VEGAS, LTD.

This Certificate of Limited Partnership is prepared and recorded pursuant to Chapter 620, Florida Statutes, and the undersigned swears to the following:

1. The name of the Partnership is ESTEIN & ASSOCIATES LAS VEGAS, LTD.
2. The character of the business to be conducted by the Partnership is to act as a joint venture partner in owning and developing real property in Las Vegas, Nevada and to conduct such other activities in connection with Partnership business as the General Partner deems necessary or appropriate or such other purposes as may be permitted under applicable law.
3. The address of the office of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.
4. The mailing address of the Partnership is c/o Estein & Associates USA, Ltd., 5211 International Drive, Orlando, Florida 32819.
5. The mailing address of the sole General Partner is:

Name

Address

G. P. Estein Las Vegas Corporation

995000018697

c/o Lewis, Vegosen & Rosenbach  
Attention: Dean Vegosen  
500 S. Australian Avenue  
West Palm Beach, FL 33401

6. The term for which the Partnership is to exist shall commence on the date hereof and shall continue until February 1, 2025, unless earlier terminated by the Partners or the dissolution or termination of the Partnership.
7. The Agent for Services of process of the Partnership is Lewis, Vegosen & Rosenbach, P.A., a professional association of the State of Florida, whose address is c/o Dean Vegosen, 500 S. Australian Avenue, 10th Floor, West Palm Beach, Florida 33401.

IN WITNESS WHEREOF, the undersigned has executed this

Certificate this 28th day of February, 1995.

G. P. ESTEIN LAS VEGAS CORPORATION,  
General Partner

By:

[Signature]  
Lothar Estein, President

STATE OF FLORIDA

COUNTY OF ORANGE

Before me, the undersigned authority, personally appeared  
LOTHAR ESTEIN, as President of G. P. Estein Las Vegas Corporation,  
who is personally known to me - OR - who produced as identification  
a Florida driver's license, known to me to be the individual named  
in the foregoing instrument, and he acknowledged to and before me  
that he executed the same as such President of G. P. Estein Las  
Vegas Corporation, duly authorized, and affixed thereto the  
corporate seal, for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last  
aforesaid, this 28th day of February, 1995.

Cynthia Ann Abney  
Printed Name: CYNTHIA ANN ABNEY  
Notary Public, State of Florida  
Commission No. CC423876

My commission expires: 11/30/98



CYNTHIA ANN ABNEY  
My Comm Exp. 11/30/98  
Bonded By Service Ins  
No. CC423876

☒ Personally Known ☐ Other I.D.

3401.17D\certif.1td

STATE OF FLORIDA  
COUNTY OF ORANGE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Before me, a Notary Public authorized to take acknowledgements in the State and County aforesaid, appeared LOTHAR ESTEIN, the President of G.P. ESTEIN LAS VEGAS CORPORATION, the sole General Partner of ESTEIN & ASSOCIATES LAS VEGAS, LTD., a Florida limited partnership ("the Partnership"), who, upon being duly sworn, certified and stated as follows:

1. The total amount of capital contributions made by the Limited Partners is thirty six thousand Dollars (\$ 36,000.00).

2. The maximum amount of additional capital contributions that will be anticipated to be contributed by the above-named Limited Partners in addition to the amount stated above is: \$0.00.

3. It is anticipated that there will not be any additional Limited Partners or any additional contributions.

4. The amount of initial capital being contributed by the General Partner is \$ 4,000.00.

5. Under penalties of perjury, the undersigned acknowledges that he has read the foregoing and that the facts alleged are true to the best of his knowledge and belief.

IN WITNESS WHEREOF, the undersigned has executed this Affidavit the 28th day of February, 1995.

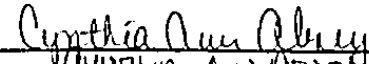
  
Lothar Estein

Sworn to and subscribed before me this 28th day of February, 1995 by Lothar Estein, who is personally known to me/ who produced as identification a Florida driver's license.



CYNTHIA ANN ABNEY  
My Comm Exp. 11/30/98  
Bonded By Service Ins  
No. CC423876

☒ Personally Known ☐ Other I.D.

  
CYNTHIA ANN ABNEY (printed name)  
Notary Public, State of Florida  
Commission No. CC423876

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as Registered Agent for ESTEIN & ASSOCIATES LAS VEGAS, LTD., a Florida Limited Partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, we, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

LEWIS, VEGOSEN & ROSENBACH, P.A.

BY: Kenneth A. Treadwell  
Kenneth A. Treadwell

DATE: March 3, 1995

FILED  
MAR -7 PM 12:37  
1995  
FBI - MIAMI

FILL ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Tallahassee, Florida  
Secretary of State  
Division of Corporations

FILED

95 DEC 11 AM 10:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(EXCEPT WHERE SHOWN OTHERWISE)

1. Name of Limited Partnership

1a. DOCUMENT #  
A95000000336

ESTEIN & ASSOCIATES LAS VEGAS, LTD.

Main Office Address

% ESTEIN & ASSOCIATES USA, LTD.  
5211 INTERNATIONAL DRIVE  
ORLANDO FL 32819

Principal Office Address

% ESTEIN & ASSOCIATES USA, LTD.  
5211 INTERNATIONAL DRIVE  
ORLANDO FL 32819

If above addresses are incorrect in any way, file through the nearest information and order correct address in block 2 and/or 2a.

3. Date Form or Registered in (Do Not Leave Blank)  
FLORIDA 03/07/1995

3a. Date of Last Report

4. State or Country of Formation  
FL

5a. Capital Contributions as Shown on Record  
\$36,000.00

5b. Amount of Capital Contributions in FLORIDA to Date

6. FID Number  
59-3308674

Applied For  
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED  
\$8.75 Additional Fee required for a Certificate of Status

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5a or 5b if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.  
2) Supplemental Fee: \$138.75 (pursuant to section 607.103, F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$101.25 (\$52.50 + \$138.75) AND NO MORE THAN \$578.25 (\$437.50 + \$138.75).  
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

10. If changed, new Registered Agent/Office

9. Name and Address of Current Registered Agent

LEWIS, VEGOSEN & ROSENBAUGH, P.A.  
% DEAN VEGOSEN  
500 S. AUSTRALIAN AVENUE, 10TH FLOOR  
WEST PALM BEACH FL 33401

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of sections 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

G.P. ESTEIN LAS VEGAS CORPOR

11a. Address of Each General Partner (Do NOT Use Post Office Box Number)

500 S. AUSTRALIAN AVE

11b. City, State & Zip Code

WEST PALM BEACH FL 33

11c. Registration Document Number

P95000018697

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(a), Florida Statutes. I request the Division of Corporations from any liability of non-compliance with Section 119.07(3)(a) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, recipient or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Typed or Printed Name of General Partner Signing Form

LOTHAR E. ESTEIN

DATE

Telephone Number

12/01/95  
407-3543307

0004948