

A95000000734

Laura Halliwell, L.A.
(Requestor's Name)
Fleming Halliwell, Stuart Dunlop, P.A.
11780 U.S. Highway One, Ste 302
(Address)
North Palm Beach, FL 33408
(City, State, Zip) (Phone #)

OFFICE USE ONLY

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

1. Hillsboro Marketplace, L.P.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

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

W95000009386
5/3/95
5/10/95

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 3, 1995

LAURA HOLLYWOOD, LEGAL ASSISTANT
FLEMING, HAILE, SHAW & GUNDLACH, P.A.
11780 U.S. HIGHWAY ONE, STE. 300
NORTH PALM BEACH, FL 33408

SUBJECT: HILLSBORO MARKETPLACE, L.P.
Ref. Number: W95000009386

We have received your document for HILLSBORO MARKETPLACE, L.P. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

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 (904) 487-6920.

Ava Watson
Corporate Specialist

Letter Number: 395A00021480

RECEIVED

MAY 8 1995

FLEMING, HAILE & SHAW

FLEMING, HAILE, SHAW & GUNDLACH, P.A.
ATTORNEYS

THREE GOLDEN BEAR PLAZA SUITE 300
11700 U.S. HIGHWAY ONE
NORTH PALM BEACH, FLORIDA 33408

Telephone (407) 627-8100
Facsimile (407) 622-7603

May 8, 1995

Ms. Ava Watson
Corporate Specialist
FLORIDA DEPARTMENT OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

Re: HILLSBORO MARKETPLACE, LTD. and
HILLSBORO-LYONS INVESTORS, LTD.

Dear Ms. Watson:

In accordance with our telephone conversation of today's date, I have enclosed the documents for the captioned entities. We have made the required correction and would appreciate your filing these documents.

If you have any questions or comments, please contact me.

Thank you for your assistance.

Sincerely,

FLEMING, HAILE, SHAW
& GUNDLACH, P. A.

By: 
Laura Hollywood

Legal Assistant

Enclosure

A95000000734

CERTIFICATE OF LIMITED PARTNERSHIP OF

HILLSBORO MARKETPLACE, Ltd

THE UNDERSIGNED, desiring to form a limited partnership (the "Partnership") in accordance with the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986 (the "Act"), does hereby sign and swear to this Certificate of Limited Partnership and the annexed Affidavit Regarding Capital Contributions, as follows:

1. The name of the Partnership is **HILLSBORO MARKETPLACE, Ltd**.
2. The name and address of the registered agent of the Partnership upon whom process may be served is FHS Corporate Services, Inc., 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.
3. The name of the sole General Partner of the Partnership is Hillsboro Land Development Co., its business address is 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.
4. The mailing address of the Partnership is 11780 U. S. Highway One, Suite 300, North Palm Beach, Florida 33408.
5. The latest date on which the Partnership is to be dissolved is December 31, 2043.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand this 24th day of April, 1995.


HILLSBORO LAND DEVELOPMENT CO.,
as Sole General Partner

By: 
David Bennett, Vice President

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Limited Partnership. We are familiar with, and accept, the obligations of, Section 620 of the Florida Statutes.

FHS CORPORATE SERVICES, INC.,
a Florida corporation

By: 
James H. Schnare II, President

AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS

STATE OF FL)
) SS.
COUNTY OF NY)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared David Bennett, who is personally known to me, who being first duly sworn, did depose and say as follows:

1. I am the Vice President of Hillsboro Land Development Co., the Sole General Partner named in the Certificate of Limited Partnership of Hillsboro Marketplace, Ltd. (the "Partnership"). I have been duly authorized to and do make this Affidavit on behalf of the corporate General Partner of the Partnership pursuant to the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986.

2. The amount of capital contributions of the Limited Partners of the Partnership and the amount anticipated to be contributed by them at this time is a total of Seven Thousand Five Hundred and No/100 dollars (\$7,500.00).

HILLSBORO LAND DEVELOPMENT CO.,
as Sole General Partner

By: 

David Bennett, as Vice President of
Hillsboro Land Development Co.,
General Partner

FILED
1995 MAY 10 AM 9:51
TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED BEFORE ME, this 24 day of May,
1995.

SEAL:



WILLIAM D. HARRA
Notary Public, State of New York
No. 31 4514003
Qualified in New York County
Commission Expires Sept. 30, 1997

FILE 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
Suzanne Mathison
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN -3 PH 7:01

1. Name of Limited Partnership
HILLSBORO MARKETPLACE, LTD.

1a. DOCUMENT #
A95000000734

HILLSBORO MARKETPLACE, LTD.

(DO NOT WRITE IN THIS SPACE)

2. New Mailing Address, if Applicable

Mailing Address
11780 US HIGHWAY ONE
SUITE 300
NORTH PALM BEACH FL 33408

Principal Office Address
11780 US HIGHWAY ONE
SUITE 300
NORTH PALM BEACH FL 33408

State Apt # etc
6000004-6815-7818
City, State & Zip
-01/10/96--01157--002
******191-25 ****191-25**

2a. New Principal Office Address, if Applicable

State Apt # etc

If above addresses are in error in any way, file through the incorrect information and enter correct address in Block 2 and/or 2a.

3. Date Formed or Registered to Do Business in
FLORIDA
05/10/1995

3a. Date of Last Report

4. State or Country of Formation
FL

City, State & Zip

5a. Capital Contributions as Shown
on Record
\$7,500.00

5b. Amount of Capital Contributions in
FLORIDA to date
\$ 7,500.00

6. FIC Number
65-0589275

Applied Fee
Not Applicable

7. CERTIFICATE OF STATUS INQUIRY
**\$5.75 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 5b or 5a 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 \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than the 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

9. Name and Address of Current Registered Agent
**FHS CORPORATE SERVICES, INC.
11780 US HIGHWAY ONE
SUITE 300
NORTH PALM BEACH FL 33408**

10. If changed, new Registered Agent/Office
Name
Street Address (P.O. Box Number is Not Acceptable)
State Apt # etc
City
FL Zip Code

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 section 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

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

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registry/ Document Number
HILLSBORO LAND DEVELOPMENT C	11780 US HIGHWAY ONE,	NORTH PALM BEACH FL 3	P95000031473

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 this information submitted with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 339.02(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 339.02(3)(b) in the event that the information submitted 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 effect as if made under oath. I further certify that I am a General Partner of the limited partnership, and/or of trustee empowered to file this report, as required by the Florida Statutes.

SIGNATURE

Typed or Printed Name of General Partner Signing Form

CRAIG I MENIN

Telephone Number

12/22/95
804-746-4500

CR2E003 (8/95)

A9500000734
JONES, FOSTER, JOHNSTON & STUBBS, P.A.

ATTORNEYS AND COUNSELORS

FLAGLER CENTER TOWER
808 SOUTH FLAGLER DRIVE
ELEVENTH FLOOR
WEST PALM BEACH, FLORIDA 33401

P. O. BOX 3478
WEST PALM BEACH, FLORIDA 33402-3478
(801) 850-3000

FAX: (801) 832-1484

650-0462

WINTER'S DIRECT LINE:
E-Mail Address: jfjw@ix.netcom.com

LARRY B. ALEXANDER
CARL ANGELOFF
M. TRACEY BARNHARTT
CLAY D. BARKER
JOYCE A. BOWMAN
MARGARET L. COOPER
EDWARD DIAZ
REBECCA G. DOANE
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THORNTON M. HENRY
PETER B. HOLTON
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JOHN BRIAN MACCRACKEN
SCOTT L. McMULLEN
DAVID PRATT
JOHN D. RANOLDPH
STEVEN J. ROTHMAN
PETER A. SACHS
D. CULVER SMITH III
WIDNEY A. SMITH
ALLEN R. TOMLINSON
JOHN B. TRUMPER
BRIAN K. WAXMAN
H. ADAMS WEAVER

HENRY P. LUBENTHAL
1902-1988
HARRY ALBERT JOHNSTON
1897-1993
BRIAN JONES
1801-1988
PAUL WILKINSON
1949-1991
WILLIAM A. FORBES
1914-1991
JACK A. FISCO
1914-1991

October 25, 1996

Via Federal Express
Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Hillsboro Land Development Co.
and Hillsboro Marketplace, Ltd.

300001995243--8
-10/28/96--01074--010
*****87.50 *****52.50

Dear Sirs:

Enclosed herewith is an original and one copy of Amendment No. 1 to Articles of Incorporation of Hillsboro Land Development Co. wherein the company has changed the name of the corporation from Hillsboro Land Development Co. to "Jupiter Land Development Co., Inc." Please file the original and return the copy certified.

Also enclosed herewith is an original and one copy of Amendment No. 1 to Certificate of Limited Partnership of Hillsboro Marketplace, Ltd. wherein the partnership has changed its name to "Jupiter Festival, Ltd." Please file the original and return the copy certified.

Finally, enclosed herewith is our firm trust account check for \$87.50 to cover the costs of filing same. Please let me know if I can be of any further assistance.

Very truly yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

M. M. Bechtel

Marian M. Bechtel, Secretary to
Peter S. Holton, Esq. and to
Laura K. McNeill, C.L.A.

\mb

G:\USERS\ATTY\PSH\18579-1\STATE.03

A95-734

Name Availability	<i>OK</i>
Document Examiner	<i>OK</i>
Updater	<i>OK</i>
Updater Verifier	<i>OK</i>
Acknowledgement	<i>OK</i>
P. V. V.	<i>OK</i>

AMENDMENT NO. 1
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HILLSBORO MARKETPLACE, LTD.

FILED
95 OCT 28 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Hillsboro Marketplace, Ltd., a Florida limited partnership, by and through its General Partner, Hillsboro Land Development Co., hereby certifies that:

Upon the proposal of the partners, the following resolution was duly and unanimously adopted by the partners, by written instrument dated September 23, 1996, to-wit:

RESOLVED, that, effective on the date of filing with the Department of State of Florida, the Certificate of Limited Partnership of Hillsboro Marketplace, Ltd., which was approved and filed in the office of the Secretary of State at Tallahassee, Florida, on May 10, 1995, be amended by striking paragraph 1. thereof in its entirety and by substituting therefor the following:

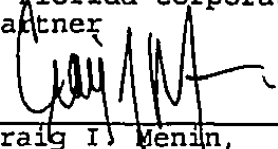
"1. The name of this limited partnership shall be Jupiter Festival, Ltd."

IN WITNESS WHEREOF, said limited partnership has caused this Certificate to be signed by its corporate general partner, this 23 day of September, 1996.

Hillsboro Marketplace, Ltd.

By: Hillsboro Land Development Co.,
a Florida corporation, General
Partner

(CORPORATE SEAL)

By 
Craig I. Menin,
President/Secretary

STATE OF Virginia
COUNTY OF Handover

I HEREBY CERTIFY that the foregoing document was acknowledged before me by Craig I. Menin, President and Secretary of Hillsboro Land Development Co., as the General Partner of Hillsboro Marketplace, Ltd., on behalf of said limited partnership, who is personally known to me or who has produced a driver's license as identification this 23 day of September, 1996.

(NOTARY SEAL)

Carolyn Singer
Notary Public
Print Name: CAROLYN SINGER
Commission No.:
My Commission Expires: 2/28/97

GAUSERSWATTYPSI18579-1/LIMITED.NC

FILED
95 OCT 28 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA