

# A95000001107

ROGERS, BOWERS, DEMPSEY AND PALADINO FILED

ATTORNEYS

FLAGLER CENTER TOWER  
505 SOUTH FLAGLER DRIVE

SUITE 1330

WEST PALM BEACH, FLORIDA 33401

95 JUL 17 PM 12:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ROBERT O. ROGERS  
DAVID E. BOWERS  
W. GLENN DEMPSEY  
RICHARD PALADINO

July 12, 1995

TELEPHONE (407) 655-8880  
TELECOPIER (407) 655-9480

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301

500001539735  
-07/18/95--01053--003  
\*\*\*1837.50 \*\*\*1837.50

In Re: Bender Oil, Ltd.

Dear Sir:

Enclosed you will find for filing with the Secretary of State's office the Certificate of Limited Partnership for Bender Oil, Ltd., a Florida limited partnership. Attached to the Certificate is an Affidavit of Capital Contributions signed by the general partner of Bender Oil, Ltd. You will also find attached to the Certificate an acceptance of the appointment as registered agent signed by Jim D. Machen.

Finally, you will find enclosed a check from Bender Oil Company in the amount of \$1,837.50, in payment of the following fees:

Filing fee for Certificate of Limited Partnership	\$1,750.00
Filing fee for Registered Agent Certificate	35.00
Certified Copy Fee	<u>52.50</u>
<b>TOTAL</b>	<b><u>\$1,837.50</u></b>

The additional copy of the Certificate of Limited Partnership should be certified, and then returned to my office in the enclosed envelope.

Thank you for your assistance in this matter.

Sincerely,

ROGERS, BOWERS, DEMPSEY AND PALADINO

W. Glenn Dempsey

WGD/cr  
Enclosures  
cc: James Machen, CPA

Name	
Availability	KWM
Date of	
Signature	KWM
Updater	KWM
Updater	
Verifier	KWM
Acknowledgment	KWM
W. P. Verdyer	KWM

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
BENDER OIL, LTD.  
A FLORIDA LIMITED PARTNERSHIP**

FILED

95 JUL 17 PM 12:10

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Bender Oil, Ltd.
2. The address of the office of the Partnership is 301 West Camino Gardens Boulevard, Suite 101, Boca Raton, Florida 33432., this is also the partnership's mailing address.
3. The name and address of the agent for service of process on the Partnership is Jim D. Machen, 301 West Camino Gardens Boulevard, Suite 101, Boca Raton, Florida 33432.
4. The name and address of the sole general partner of the Partnership is Bender Oil Company, a Florida corporation, 301 West Camino Gardens Boulevard, Suite 101, Boca Raton, Florida 33432. -H129290
5. The latest date upon which the Partnership shall dissolve is December 31, 2015.
6. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by the general partner.

The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this certificate of Limited Partnership has been executed by the general partner of Bender Oil, Ltd. this 12 day of July, 1995.

General Partner:

Bender Oil Company, a Florida  
corporation

By: Faye Dixon Bender  
Faye Dixon Bender, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA       )  
                                  )  
COUNTY OF PALM BEACH )

BEFORE ME , the undersigned authority, personally appeared FAYE DIXON BENDER, who is the President of Bender Oil Company, a Florida corporation, the sole general partner of Bender Oil, Ltd., a Florida limited partnership (the "Partnership"), who, upon being duly sworn, stated as follows:

1. The amount of capital contributions to the Partnership made by each limited partner are as follows:

Faye Dixon Bender Revocable Trust	\$950,000
Stephen P. Bender	12,000
Edwin G. Bender	12,000
Judith G. Bender	<u>12,000</u>
	<u>\$986,000</u>

2. No additional capital contributions will be made to the Partnership by the limited partners.

Under penalties of perjury, I declare that I have read the foregoing, and that the facts alleged are true, to the best of my knowledge and belief.

General Partner:

Bender Oil Company, a Florida corporation

By: Faye Dixon Bender  
Faye Dixon Bender, President

The foregoing Affidavit of Capital Contribution was acknowledge before me this 12<sup>th</sup> day of July, 1995, by FAYE DIXON BENDER, who is either personally known to me or who produced her driver's license as identification.

W. Glenn Dempsey  
Notary Public, State of Florida



**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for Bender Oil, Ltd., a Florida limited partnership, in the attached Certificate of Limited Partnership, I hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Signed this 13 day of July, 1995.

  
Jim D. Machen, Registered Agent

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND \$600 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996

**A95000001107**

FILED

835 SEP 18 PM 1:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #  
**A95000001107**

**BENDER OIL, LTD.**

2. New Mailing Address, if Applicable

Mailing Address

Principal Office Address

**301 WEST CAMINO GARDENS BLVD., STE. 101  
BOCA RATON FL 33432**

**301 WEST CAMINO GARDENS BLVD., STE. 101  
BOCA RATON FL 33432**

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

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

3. Date Formed or Registered to Do Business in  
FLORIDA  
**07/17/1995**

3a. Date of Last Report

4. State or Country of Formation

**FL**

5a. Capital Contributions as Shown  
on Record:

**\$300,000.00**

5b. Amount of Capital Contributions in  
FLORIDA to date:

**986,000.00**

6. FEI Number

**65-0594282**

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

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 607.193, 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 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

**MACHEN, JIM D  
301 WEST CAMINO GARDENS BLVD., STE. 101  
BOCA RATON FL 33432**

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

Suite, Apt. #, etc.

City

Zip Code

**FL**

10a. Pursuant to the provisions of sections 620.1051 and 620.192, 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 620.192, 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. Registration/ Document Number
<b>BENDER OIL COMPANY</b>	<b>301 WEST CAMINO GARDE</b>	<b>BOCA RATON FL 33432</b>	<b>H00000</b>

**100001589681**  
**-09/20/95--01071--008**  
**\*\*\*\*\*576.25 \*\*\*\*\*191.25**  
**576.25**

**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)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) 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, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

**BENDER OIL COMPANY**

SIGNATURE By: *Jim D. Machen*

Treasurer

DATE

**9/13/95**

Typed or Printed Name of General Partner Signing Form

**Jim D. Machen, Treasurer**

Telephone Number **407-391-2442**

CR2E003 (6/95)

**A9500001107**

**ROGERS, BOWERS, DEMPSEY AND PALADINO**

**ATTORNEYS**

**FLAGLER CENTER TOWER  
808 SOUTH FLAGLER DRIVE  
SUITE 1330  
WEST PALM BEACH, FLORIDA 33404**

**ROBERT O. ROGERS  
DAVID E. BOWERS  
W. GLENN DEMPSEY  
RICHARD PALADINO**

**October 4, 1996**

**TELEPHONE (407) 888-8880  
TELECOPIER (407) 888-8480**

**Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, Florida 32301**

**300001966833  
-10/08/96--01006--011  
\*\*\*105.00 \*\*\*105.00**

**In Re: Bender Oil, Ltd.**

**Dear Sir:**

Enclosed you will find an original and a duplicate copy of the Amendment of Certificate of Limited Partnership of Bender Oil, Ltd. The original of the Amendment is to be filed in your office as soon as possible. The copy of the Amendment should then be certified and returned to my office at 505 South Flagler Drive, Suite 1330, West Palm Beach, Florida 33401.

You will also find enclosed a check in the amount of \$105.00, in payment of the filing fee and certified copy fee. Finally, you will find enclosed a self-addressed, stamped envelope to be used in returning the certified copy of the Amendment to my office.

**Thank you for your assistance in this matter.**

**Sincerely,**

**ROGERS, BOWERS, DEMPSEY AND PALADINO**

  
**W. Glenn Dempsey**

**WGD/caw  
Enclosures  
a/s  
cc: Jim D. Machen, CPA**

*A95-1107  
CM  
408600000-2-14-97*



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

October 10, 1996

**W. GLENN DEMPSEY**  
**ROGERS, BOWERS, DEMPSEY AND PALADINO**  
**505 S. FLAGLER DR., SUITE 1330**  
**WEST PALM BEACH, FL 33401**

**SUBJECT: BENDER OIL, LTD.**  
**Ref. Number: W96000021469**

We have received your document for BENDER OIL, LTD. and your check(s) totaling \$105.00. 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 (904) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 696A00046191

**AMENDMENT OF CERTIFICATE  
OF LIMITED PARTNERSHIP OF  
BENDER OIL, LTD.  
A FLORIDA LIMITED PARTNERSHIP**

Pursuant to the provisions of Section 620.109 of the Florida Statutes, the Certificate of Limited Partnership of Bender Oil, Ltd., a Florida limited partnership (the "Partnrship"), that was filed by the Partnership with the Florida Department of State on July 17, 1995, is hereby amended as follows:

1. Article 4 of the Certificate of Limited Partnership is hereby deleted in its entirety, and in its place and stead is substituted the following:

"4. The name and address of the sole general partner of the Partnership is Faye Dixon Bender, Stephen P. Bender and Jim D. Machen, as Trustees of the John T. Bender, Jr. Q-Tip Trust, 301 West Camino Gardens Boulevard, Suite 301, Boca Raton, Florida 33432."

2. Except for the above amendment, the general partner hereby ratifies and confirms the remaining provisions of the Certificate of Limited Partnership for the Partnership.

3. The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



IN WITNESS WHEREOF, this Amendment of Certificate of Limited Partnership of Bender Oil, Ltd. has been executed by the general partner of Bender Oil, Ltd. this 30<sup>th</sup> day of September, 1996.

General Partner:

FAYE DIXON BENDER, STEPHEN P. BENDER  
and JIM D. MACHEN, as Co-Trustees  
of the JOHN T. BENDER, JR. Q-TIP  
TRUST

By: Faye Dixon Bender  
FAYE DIXON BENDER, Co-Trustee

By: Stephen P. Bender  
STEPHEN P. BENDER, Co-Trustee

By: Jim D. Machen  
JIM D. MACHEN, Co-Trustee