

CORPORATE ACCESS, INC.  
1116-D THOMASVILLE RD  
TALLAHASSEE, FL 32303  
(904) 222-2666

(Requester's Name)

(Address)

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 31 PM 2:56

300001552893  
-08/03/95--01055--024  
\*\*\*\*262.50 \*\*\*\*121.80

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

1. CARDINAL, LTD. 300001552893  
(Corporation Name) (Document #) -08/03/95--01055--024  
\*\*\*\*262.50 \*\*\*\*156.80
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 7-28 11:00

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certified Copy

☐ Certificate of Status

G. TAX

FILING

R. AGENT FEE

COPY

TOTAL

N. BANK

BALANCE DUE

FOUND

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 checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

File  
Second

282

B/K

7/31/95

Examiner's Initials B/K

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
CARDINAL, LTD.**

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, the undersigned, desiring to form a limited partnership, hereby state the following:

1. The name of the Partnership is **CARDINAL, LTD.**
2. The character of the business to be conducted by the Partnership is to engage in the business of investing in real estate in the United States of America and for any other lawful business activity.
3. The location and mailing address of the principal place of business of the Partnership is 427 South New York Avenue, Winter Park, Florida 32789.
4. The term for which the Partnership is to exist shall commence on the date this Certificate of Limited Partnership is filed, and shall continue until the close of business on December 31, 2050, unless sooner terminated by consent of the General Partner and Limited Partners or pursuant to the terms and conditions of the Limited Partnership Agreement.
5. The name, place of business, units and percentage of shares of the sole General Partner is:

RVJ Company  
427 South New York Avenue  
Winter Park, FL 32789

*8950000 58809*

<u>Units</u>	<u>Percentage Owned</u>
1	1.0%

*rw*

6. The name, place of business, number of units and percentage share of the Limited Partners are:

	<u>Units</u>	<u>Percentage Owned</u>
Orlando Regional Centers Associates, Inc. c/o Metro One, Inc. 427 S. New York Avenue Winter Park, FL 32789	98	98%
Jay Rohr c/o Metro One, Inc. 427 S. New York Avenue Winter Park, FL 32789	1	1%

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DIVISION OF CORPORATIONS  
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7. The General Partner shall be required to make an initial capital contribution of cash in the total amount of \$100.00.

8. The Limited Partners shall be required to make an initial total capital contribution of cash in the total amount of \$9,900.00.

9. The Limited Partners, except Jay Rohr, shall be required to make additional capital contributions upon call by the General Partner.

10. The Limited Partners shall not be entitled to the return of its capital contributions except by virtue of distributions pursuant to the Partnership Agreement or upon dissolution of the Partnership.

11. The share of the profits or other compensation by way of income which the Limited Partners shall receive by reason of its capital contributions is a total of ninety-nine percent (99%) in accordance with Paragraph 6 above, except that, once Orlando Regional Centers Associates, Inc. ("ORCA") has received the return of its capital contribution plus

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a certain preferential return, the share of profits shall be twenty-five percent (25%) to Jay Rohr and seventy-four percent (74%) to ORCA.

12. The Limited Partners have the right to substitute an assignee of its Partnership interest as a contributor in its place only with the written consent of the General Partner and the other Limited Partners, if any, and upon the following terms and conditions: executing an instrument of assignment and filing same with the General Partner, obtaining the consent of all the Limited Partners, executing any additional instruments the General Partner deems necessary and paying to the Partnership all costs involved in making this amendment.

13. The General Partner has the right, with the consent of the Limited Partners, to admit additional Limited Partners.

14. Upon adjudication of bankruptcy or filing of a petition under the Federal Bankruptcy Act, withdrawal or removal of the General Partner, or the death or adjudication of incompetency of the General Partner, the Partnership will be dissolved unless within sixty (60) days after such event the Limited Partners elect to continue the business of the Partnership and select a substitute General Partner who agrees in writing to accept such selection.

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed pursuant to the terms of the Partnership Agreement partnership property distributed in kind.

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IN WITNESS WHEREOF, we have hereunto set our hands this 19<sup>th</sup> day of July, 1995, effective as of the 19<sup>th</sup> day of July, 1995.

RVJ COMPANY,  
a Florida corporation, as General Partner

By: [Signature]  
President

"Limited Partner"

ORLANDO REGIONAL CENTERS  
ASSOCIATES, INC., a Delaware corporation

By: [Signature] 7/19/95  
Vadim Nikitine, President

AFFIDAVIT NUM: 3209  
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 19 day of July, 1995 by Vadim Nikitine, as President of RVJ COMPANY, a Florida corporation, on behalf of the corporation, [X] who is personally known to me or [ ] has produced as identification.

NOTARY PUBLIC:



State of Florida at Large (Seal)  
My Commission Expires: Permanent

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 JUL 31 PM 2:56

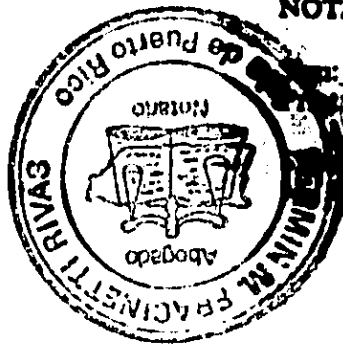
W

Affidavit #3211

STATE OF Puerto Rico  
COUNTY OF San Juan

The foregoing instrument was acknowledged before me this 19 day of July, 1995, by Vadim Nidion, as President of Orlando Regional Centers Associates Inc., a Delaware corporation, on behalf of the corporation, who ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:



\_\_\_\_\_ of Florida at Large (Seal)

Commission Expires: PermanentFILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 JUL 31 PM 2:56

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**LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION  
OF CARDINAL, LTD.**

In compliance with Section 620.105, Florida Statutes, the following is submitted:

First, that Cardinal, Ltd., with its place of business at 427 South New York Avenue, Winter Park, Florida 32789, has named its General Partner, RVJ Company, 427 South New York Avenue, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

**CARDINAL, LTD.**

a Florida limited partnership

By: 

General Partner

Date: 7/11/95

Having been named to accept Service of Process for the above stated Limited Partnership, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

**RVJ COMPANY,**  
a Florida corporationBy: 

Vadim Nikitine, President

Date: 7/19/95

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DIVISION OF CORPORATIONS  
95 JUL 31 PM 2:56



# **AFFIDAVIT FOR CERTIFICATE OF LIMITED PARTNERSHIP OF CARDINAL, LTD.**

**STATE OF FLORIDA  
COUNTY OF ORANGE**

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared Vadim Nikitine, as President of RVJ Company, the General Partner of Cardinal, Ltd., ("Affiant"), who being first duly sworn, deposes and says:

1. That the total contributed by the General Partner to Cardinal, Ltd. is as follows:

<u>General Partner</u>	<u>Amount</u>
RVJ Company	\$100.00

2. The amount of capital contributions to date is 9,900. /by limited partners

2. That the anticipated total capital contribution by the Limited Partners to Cardinal, Ltd. is as follows: and contributed

<u>Limited Partner</u>	<u>Amount</u>
Orlando Regional Centers Associates, Inc.	\$9,800.00
Jay Rohr	\$100.00

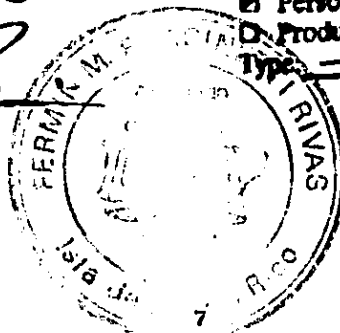
**FURTHER AFFIANT SAYETH NAUGHT.**

Affidavit Num: 3210

  
VADIM NIKITINE

Sworn to and subscribed before me  
on this 15 day of July 1995  
by Vadim Nikitine.

  
Notary Public  
(SEAL)



☒ Personally known to me.  
☐ Produced identification:  
Type \_\_\_\_\_



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  
Sandra Morham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

96 JAN -3 AM 9:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE.

1. Name of Limited Partnership

1a. DOCUMENT #  
A95000001156

CARDINAL, LTD.

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

000001687920

City, State & Zip

-01/12/96--01020--013

\*\*\*208.75 \*\*\*208.75

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

Mailing Address

427 SOUTH NEW YORK AVENUE  
WINTER PARK FL 32780

Principal Office Address

427 SOUTH NEW YORK AVENUE  
WINTER PARK FL 32780

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  
07/31/1995

3a. Date of Last Report  
N/A

4. State or Country of Formation  
FL

5a. Capital Contributions as Shown  
on Record  
\$0,900.00

5b. Amount of Capital Contributions in  
FLORIDA to date  
\$9,900.00

6. FEI Number

APPLIED FOR

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

10. If changed, new Registered Agent/Office

RVJ COMPANY  
427 SOUTH NEW YORK AVENUE  
WINTER PARK FL 32780

Name

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

Suite, Apt. #, etc.

City

FL

Zip Code

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

RVJ COMPANY

427 SOUTH NEW YORK AV

WINTER PARK FL 32780

P00000000000

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 607, Florida Statutes.

SIGNATURE

DATE

12/20/95

Typed or Printed Name of General Partner Signing Form

JAY ROHR VICE - PRESIDENT

Telephone Number (407) 629-6001

A95000001156

Cardinal, Ltd.

Requestor's Name

668 North Orlando Ave. Ste 105

Address

Malland, FL 32751

City/State/Zip

Phone #

Office Use Only

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

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #) 400002039704--4  
-12/27/96-01075-021  
\*\*\*\*\*281.25 \*\*\*\*\*52.50
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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 DEC 18 AM 11:04

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 checked="" type="checkbox"/>	Amendment Supplemental Affidavit increasing contribution to \$10,000.00
<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

C. TAX \_\_\_\_\_  
FILING \_\_\_\_\_ 52.50  
R. F. \_\_\_\_\_  
C. F. \_\_\_\_\_  
T. F. \_\_\_\_\_  
N. F. \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_



A95000001156

MAGUIRE, VOORHIS & WELLS, P.A.

*Attorneys at Law*  
SUNTRUST CENTER, SUITE 3000  
200 SOUTH ORANGE AVENUE  
ORLANDO, FLORIDA 32801  
TELEPHONE (407) 244-1100  
FACSIMILE (407) 872-4207

STEPHEN R. LOONEY  
BOARD CERTIFIED TAX LAWYER

MAILING ADDRESS:  
P.O. BOX 633  
ORLANDO, FLORIDA 32802

January 21, 1997

FILED  
97 JAN 27 AM 8:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIRECT MAIL  
(407) 244-1100  
E-MAIL  
slooney@cwv.com

**CERTIFIED MAIL - RETURN**  
**RECEIPT REQUESTED 2 010 196 713**

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002069832--8  
-01/28/97--01053--005  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Cardinal, Ltd./Limited Partnership Statement of Change  
of Registered Office or Registered Agent, or Both

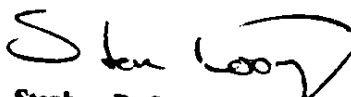
Gentlemen:

Enclosed is a Limited Partnership Statement of Change of Registered Office or  
Registered Agent, or Both, for Cardinal, Ltd., together with a check for \$35.00 to cover the  
filing fee.

The enclosed statement changes the registered agent and registered office of Cardinal,  
Ltd. from R/I Company, 427 South New York Avenue, Winter Park, Florida 32789, to  
Stephen W. Snively, 200 South Orange Avenue, Suite 3000, Orlando, Florida 32801.

If you have any questions regarding this matter, please contact me at your earliest  
convenience.

Sincerely,

  
Stephen R. Looney

RA Chg.

VS JAN 31 1997

SRL/lls

Enclosures

cc: Vadim A. Nikitine  
Stephen W. Snively, Esq.

F:\TAX\105\CARDINAL.FDS

Florida Department of State, Sandra B. Northan, Secretary of State

LIMITED PARTNERSHIP STATEMENT OF CHANGE OF REGISTERED  
OFFICE OR REGISTERED AGENT, OR BOTH

Pursuant to the provisions of sections 620.105 AND 620.1051, Florida Statutes, the undersigned limited partnership organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the limited partnership is: Cardinal, Ltd.

2. The date of filing/registration in Florida: July 31, 1995

3. Document number assigned: 955000001156

4. The name and address of the present registered agent and office:

RVJ Company

427 South New York Avenue

Winter Park, Florida 32789

5. The name and address of the successor registered and and office: (P.O. Box Not Acceptable)

Stephen W. Snively, Esq.

200 South Orange Avenue, Suite 3000

Orlando, Florida 32801

Such change was authorized by the general partners.

RVJ Company

By: 

Vadim A. Nikitine, President (General Partner)

Date: 4/12/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: Stephen W. Snively

Stephen W. Snively (Registered Agent)

Date: 1-17-97

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314