

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9191 FAX

800-342-8086



networks

PRENTICE HALL
LEGAL & FINANCIAL SERVICES

A9500001235

DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 17 PM 3:00

ACCOUNT NO. : 072100000032

REFERENCE : 661266 869010

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ 122.50

\$140.00

ORDER DATE : August 17, 1995

ORDER TIME : 10:34 AM

ORDER NO. : 661266

500001563455

CUSTOMER NO: 869010

CUSTOMER: Ms. Jennifer Connors - 869010
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

DOMESTIC FILING

NAME: TOWNPAR, LTD.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

8/17/95

BK

CERTIFICATE OF LIMITED PARTNERSHIP
OF
TOWNPART, LTD.

The undersigned, for the purpose of forming a limited liability partnership under the Florida Revised Uniform Limited Partnership Act (F.S. Chapter 620, Part I), hereby makes and files this Certificate of Limited Partnership.

ARTICLE I
NAME

The name of the limited partnership is Townpar, Ltd. ("Limited Partnership").

ARTICLE II
RECORD KEEPING OFFICE

The address of the office required to be maintained by the Limited Partnership by Florida Statutes §620.105(1) is 2665 South Bayshore Drive, Suite 908, Miami, Florida 33133.

ARTICLE III
AGENT FOR SERVICE OF PROCESS

The name and address of the agent for service of process on the Limited Partnership is John S. Fletcher, Morgan, Lewis & Bockius, 200 South Biscayne Boulevard, Suite 5300, Miami, Florida 33131-2339.

ARTICLE IV
GENERAL PARTNER

The name and business address of the sole general partner of the Limited Partnership is Bagheera Interests, L.C., a Florida limited liability company, 2665 South Bayshore Drive, Suite 908, Miami, Florida 33133.

ARTICLE V
MAILING ADDRESS

The mailing address of the Limited Partnership is 2665 South Bayshore Drive, Suite 908, Miami, Florida 33133.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 17 PM 3:00

L95000000162

ARTICLE VI
LATEST DATE OF DISSOLUTION

The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership of Townpar, Ltd. this 8th day of August, 1995.

BAGHEERA INTERESTS, L.C.


Yaromir Steiner, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 17 PM 3:00

AFFIDAVIT

State of Florida)
) ss.
County of Dade)

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
AUG 17 11 17 AM '95

BEFORE ME, the undersigned authority, personally appeared Yaromir Steiner, who after being by me first duly sworn, declares, deposes and says of his personal knowledge that:

1. He has this day executed the Certificate of Limited Partnership of Townpar, Ltd., a Florida limited partnership (hereinafter called the "Limited Partnership").
2. The amount of capital contributions of the limited partners of the Limited Partnership as of the date of this Affidavit is \$0.
3. The total amount of capital contributions anticipated to be contributed by the limited partners of the Limited Partnership is \$2,970.


FURTHER AFFIANT SAYETH NAUGHT.

Signed and delivered this 8th day of August, 1995.


Yaromir Steiner

SWORN to and subscribed before me this 8th day of August, 1995 by Yaromir Steiner, who is personally known to me or who has produced Florida drivers license No. S356-960-52-019-0 as identification.

NOTARY PUBLIC


Print Name: Antoinette Noa
State of Florida at Large
My Commission expires:

ANTOINETTE NOA
Notary Public, State of Florida
My Comm. expires Feb 22, 1999
No. CC440932

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 620.108, Florida Statutes, the undersigned has been designated in the Certificate of Limited Partnership of Townpar, Ltd. as the registered agent of Townpar, Ltd.

Having been so designated, the undersigned hereby accepts the appointment as registered agent of Townpar, Ltd. and accepts the obligation provided for in Section 620.192, Florida Statutes, and agrees to comply with the provisions of the laws of Florida providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: August 2, 1995.


John S. Fletcher
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 17 PM 3:00

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 FEB 23 PM 4:09

SECRETARY OF STATE
TALLAHASSEE FLORIDA

DO NOT WRITE IN THIS SPACE.

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001235

TOWNPART, LTD.

Mailing Address

3005 SOUTH BAYSHORE DRIVE, SUITE 100
MIAMI FL 33133

Principal Office Address

3005 SOUTH BAYSHORE DRIVE, SUITE 100
MIAMI FL 33133

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

08/17/1995

3a. Date of Last Report

N/A

4. State or Country of Formation

FL

5a. Capital Contributions as Shown
on Record:

\$2,970.00

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

3,000.00

6. FEI Number

65-0610164

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

FLETCHER, JOHN S
C/O MORGAN, LEWIS & BOCKUS
200 SOUTH BISCAYNE BLVD., SUITE 5300
MIAMI FL 33131-2330

10. If changed, new Registered Agent/Office

Name

000001726210

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

02/28/96 01017-015

Suite, Apt. #, etc.

****243.75 ****243.75

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)

BAGHEERA INTERESTS, L.C.

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

3005 SOUTH BAYSHORE DR
3250 MARY ST
#401

11b. City, State & Zip Code

MIAMI FL 33133

11c. Registration
Document Number

L95000000102

DR - \$52.50
SF - \$138.75

2/26/96

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.

SIGNATURE

Patricia A. Curry

DATE

12/27/95

Typed or Printed Name of General Partner Signing Form

Patricia A. Curry

Telephone Number

305-441-8989

A95000001235

Downfall, LTD. c/o Steinert Assoc.

3250 Mary St. #404

Miami, FL 33133

(City, State, Zip) (Phone #)

OFFICE USE ONLY

FILED
96 FEB 23 PM 4:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

300001726213
-02/28/96-01017-015
****243.75 *****52.50

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

1. Downfall, LTD. A95000001235
(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

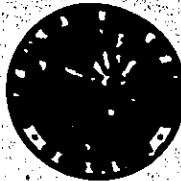
FF-52.50

2/26/96

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



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FLORIDA LIMITED PARTNERSHIP**

FILED
96 FEB 23 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned general partners of Town PAR, Ltd

Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.82,
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 3,000.00.

This 16th day of February, 19 96.

FURTHER AFFIANT SAYETH NOT.

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

General Partner(s)

Patricia A. Givens for Bagkerson Interests L.C.
General Partner

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

INHSE20(3/95)