

Charter Number Only

9105/95 **A95000001317**

VALIDATION ONLY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 SEP -6 AM 11:31

Requestor's Name **PAUL H. FREEMAN**  
Address **9100 S. Dadeland Blvd.**  
**MIAMI FL 33156 #11406**  
City State ZIP Phone  
**670-5999**

**400001580244**  
-09/08/95--01030--013  
\*\*\*1785.00 \*\*\*1785.00

CORPORATION(S) NAME

**MYERLEE SQUARE SHOPPING CENTER,  
LTD.**



EMPIRE

Toll Free: 1-800-432-3028

- |                                                         |                                          |                                                     |
|---------------------------------------------------------|------------------------------------------|-----------------------------------------------------|
| <input type="checkbox"/> Profit                         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                      |                                          |                                                     |
| <input type="checkbox"/> Foreign                        | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement                  | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Certified Copy                 | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready                | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In             | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|                                                         |                                          | <input type="checkbox"/> Mail Out                   |

|                |
|----------------|
| Name           |
| Availability   |
| Document       |
| Examiner       |
| Updater        |
| Verifier       |
| Acknowledgment |
| W.P. Verifier  |

G. TAX \_\_\_\_\_  
FILING 17.50 *cc*  
AGENT FEE 3.00  
COPY \_\_\_\_\_  
TOTAL 20.50  
BALANCE DUE \_\_\_\_\_  
FUND \_\_\_\_\_

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MYERLEE SQUARE SHOPPING CENTER, LTD.

The undersigned, being all of the General Partners of MYERLEE SQUARE SHOPPING CENTER, LTD., do hereby swear and state the following:

1. The name of the Partnership is:  
MYERLEE SQUARE SHOPPING CENTER, LTD.
2. The address of the office of the Partnership is:  
4020 Evans Avenue  
Fort Myers, Florida 33906
3. The name and address of the agent for service of process is:  
Paul H. Freeman, Esq.  
9100 South Dadeland Blvd.  
Suite 1406  
Miami, Florida 33156
4. The name and business address of each General Partner is as follows:  
PARAGON DEVELOPMENT GROUP, INC.  
4020 Evans Avenue  
Fort Myers, Florida 33906
5. The mailing address for the Limited Partnership is:  
4020 Evans Avenue  
Fort Myers, Florida 33906
6. The latest date upon which the Limited Partnership is to dissolve is:

December 31, 2025

The undersigned, being the sole General Partner of the Partnership referred to in this Certificate, for the purpose of forming a Limited Partnership pursuant to the laws of the State of Florida, does hereby swear and certify that the facts herein stated

Paul H. Freeman, Esq.  
9100 S. Dadeland Blvd.  
Suite 1406  
Miami, Florida 33156  
305-670-5999

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SEP-6 AM 11:31

are true and in accordance with the Limited Partnership Agreement entered into for the formation of this Partnership.

GENERAL PARTNER:

PARAGON DEVELOPMENT GROUP, INC.

BY: Cheryl A. Scheiner

CHERYL A. SCHEINER, President

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 SEP -6 AM 11:31

STATE OF FLORIDA  
COUNTY OF ~~DADE~~ LEE

EXECUTION OF the foregoing instrument was acknowledged before me this 31st day of August, 1995, by CHERYL A. SCHEINER, President of Paragon Development Group, Inc., a Florida corporation, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did not take an oath.

Description of identification produced: PERSONALLY KNOWN

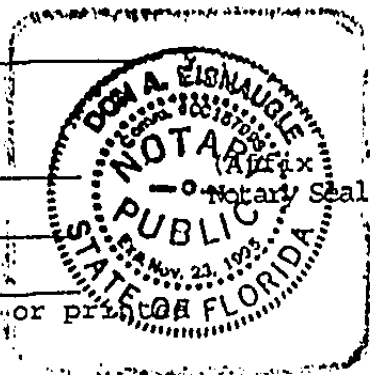
Paul H. Freeman  
NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME: \_\_\_\_\_

COMMISSION NO.: \_\_\_\_\_

COMMISSION EXP. DATE: \_\_\_\_\_

Notary Name/Commission No./Exp. Date - type or print



The undersigned hereby accepts designation as Registered Agent of the Corporation.

Paul H. Freeman  
PAUL H. FREEMAN

AFFIDAVIT

STATE OF FLORIDA  
COUNTY OF LEE

Before me, the undersigned authority personally appeared Cheryl A. Scheiner, the President of Paragon Development Group, Inc., the General Partner of Myerlee Square Shopping Center, Ltd., a Florida Limited Partnership, who after being sworn deposed and said:

1. That the Affiant is an individual over the age of twenty one (21) years, and is the President of Paragon Development Group, Inc.

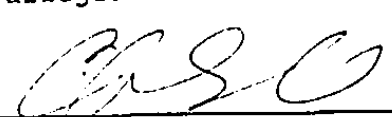
2. Paragon Development Group, Inc. is the sole general partner in Myerlee Square Shopping Center, Ltd.

3. The Affiant declares that the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is Four Hundred Thousand (\$400,000.00) Dollars.

4. This Affidavit is made for the purpose of forming Myerlee Square Shopping Center, Ltd., as a Limited Partnership pursuant to the laws of the State of Florida, and the Affiant does hereby swear and certify that the facts herein stated are true and correct.

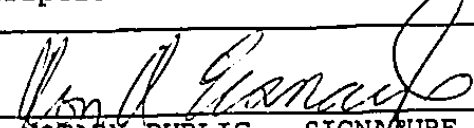
Further Affiant saith naught.

Under the 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.

  
CHERYL A. SCHEINER, General Partner

EXECUTION OF the foregoing instrument was acknowledged before me this 11th day of August, 1995, by CHERYL A. SCHEINER, President of Paragon Development Group, Inc., a Florida corporation, who is personally known to me or who has produced sufficient evidence of identification (described below) and who did take an oath.

Description of identification produced: Personally known

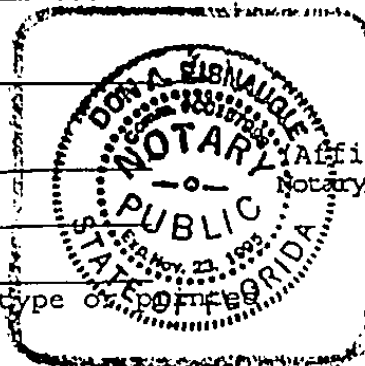
  
NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME: \_\_\_\_\_

COMMISSION NO.: \_\_\_\_\_

COMMISSION EXP. DATE: \_\_\_\_\_

Notary Name/Commission No./Exp. Date - Type of \_\_\_\_\_



**FILE ON OR BEFORE APRIL 5, 1996 TO AVOID  
REVOCATION AND \$500 PENALTY FEE**

**LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996**



FLORIDA DEPARTMENT OF STATE  
Randy Matham  
Secretary of State  
DIVISION OF CORPORATIONS

**FILED**  
96 FEB 23 AM 11:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DETACH WHITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #  
**A95000001317**

**MYERLEE SQUARE SHOPPING CENTER, LTD.** *96-AR*

*CM*

2. 8191 College Parkway

Mailing Address:

4020 EVANS AVENUE  
FORT MYERS FL 33156

Principal Office Address:

4020 EVANS AVENUE  
FORT MYERS FL 33156

Suite, Apt. # etc.

Suite #302

City, State & Zip: Ft. Myers, FL 33919

2a. 8191 College Parkway

Suite 302

City, State & Zip: Ft. Myers, FL 33919

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

3. Date Form or Registered to Do Business in  
FLORIDA 09/06/1995

3a. Date of Last Report

4. State or Country of Formation  
FL

5a. Capital Contributions as shown on Record  
\$400,000.00

5b. Amount of Capital Contributions in FLORIDA to date  
400,000

6. FID Number  
65-0606119

Applied For  
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

**YES \$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: \$120.75 (pursuant to section 607.103 F.S.)

THE AMOUNT DUE SHALL BE NO LESS THAN \$101.25 (\$52.50 + \$130.75) AND NO MORE THAN \$570.25 (\$437.50 + \$130.75).

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

FREEMAN, PAUL M ESQ.  
9100 SOUTH DADELAND BLVD., SUITE 1408  
MIAMI FL 33156

10. If changed, new Registered Agent Office:

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 620.102, 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). Thereby accept the appointment of registered agent. I am herewith and accept the obligation 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  
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.**

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

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

11b. City, State & Zip Code

11c. Registered Document Number

PARAGON DEVELOPMENT GROUP, I

4020 EVANS AVENUE

FORT MYERS FL 33156

L54748

300001723568  
-02/26/96--01012--009  
\*\*\*576.25 \*\*\*576.25

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

12. I, hereby certify that the information submitted with this filing is voluntarily furnished and that no party, for the exemption stated in law, has taken any action to suppress the disclosure of corporate records from any individual, firm, corporation, or other entity, in the event that the information is applied in a judicial proceeding or public inquiry. I further certify that the information indicated on this form is true and correct and that no general partner has taken the same steps as those taken by me to suppress the disclosure of corporate records from any individual, firm, corporation, or other entity, in the event that the information is applied in a judicial proceeding or public inquiry.

SIGNATURE

*[Signature]*

DATE

2/20/96

Typed or Printed Name of General Partner Signing Form

Telephone Number

CR2503 (11/95)