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A95000001477



ACCOUNT NO. : 072100000032

REFERENCE : G95304 G1240

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 2, 1995

ORDER TIME : 10:01 AM

ORDER NO. : 695904

CUSTOMER NO: 6124D

CUSTOMER: Susan Bober, Legal Assistant
QUARLES & BRADY

222 Lakeview Avenue, 4th Floor

West Palm Beach, FL 33401

DOMESTIC FILING

NAME: KAVANAUGH FAMILY LIMITED
PARTNERSHIP

G. TAX _____
 FILING _____
 R. AGENT FEE _____
 S. COPY _____
 TOTAL _____
 T. BANK _____
 BALANCE DUE _____

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
STATE
SECRETARY OF OPERATIONS
DIVISION OF
95 OCT -2 PM 12:22

TOLL FREE 1-800-875-1199
1-800-875-1199 • 1-800-875-1199
*****1-800-875-1199 ***1-800-875-1199**

KAVANAUGH FAMILY LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP

SECRET
95 OCT - 2 PM 12:22
FILED SECTION

THIS LIMITED PARTNERSHIP AGREEMENT is being executed and filed with the Office of the Secretary of State of the State of Florida in order to form a limited partnership under the Florida Uniform Limited Partnership Act, §620.101 et seq., Florida Statutes.

1. The name of the limited partnership is KAVANAUGH FAMILY LIMITED PARTNERSHIP.

2. The address of the record office and the name and address, including street and number of the agent for service of process at that address is Florida-Lawdock, Inc., 222 Lakeview Avenue, Fourth Floor, Esperante Building, West Palm Beach, Florida 33402-3188.

3. The name and business address of the sole general partner is DEK INDUSTRIES, INC., 13314 Deauville Drive, Palm Beach Gardens, Florida 33410.

4. The latest date upon which the Partnership is to dissolve is December 31, 2015.

5. The mailing address of the limited partnership is the same as that stated in paragraph 3 herein.

DATED this 25th day of AUGUST, 1995.

DEK INDUSTRIES, INC.,
a Florida corporation
General Partner

By: [Signature]
Its: President
Authorized Officer

This Instrument Prepared By
and Return to:
William D. McEachern, Esq.
Quarles & Brady
222 Lakewood Avenue
Fourth Floor
West Palm Beach, Florida 33402

SECRET
NOV 10 1965
OCT -2 PM 12:22
FBI - MIAMI

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF New York)
COUNTY OF Hamilton) ss.

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Daniel E. Kavanaugh, Jr., (the "Affiant"), as President of DEK Industries, Inc., a Florida corporation, the General Partner of Kavanaugh Family Limited Partnership, a Florida limited partnership (the "Partnership") who, after being by me first duly sworn, deposes and says:

1. That DEK Industries, Inc., a Florida corporation is the general partner of the Partnership and shall contribute its services, skill and expertise in the acquisition and management of the Partnership.
2. That Daniel E. Kavanaugh, Jr., is the sole limited partner of the Partnership and that the limited partner shall contribute \$1,300,000.00. No additional capital contributions are anticipated at this time.
3. This affidavit is made for the purpose of documenting the respective capital contributions.

FURTHER AFFIANT SAYETH NAUGHT.

DEK INDUSTRIES, INC.,
a Florida corporation, as
general partner of
Kavanaugh Family Limited
Partnership

By: Daniel E. Kavanaugh, Jr.
Daniel E. Kavanaugh, Jr.
President

William D. McEachern
Print Name: William D. McEachern

Clara L. McEachern
Print Name: Clara L. McEachern

NEW JERSEY
SECRETARY OF STATE
DIVISION OF REVENUE
95001-2 PM 12:22

STATE OF New Jersey)
COUNTY OF Hudson) ss.

The foregoing instrument was acknowledged before me this 13th
day of September, 1995, by Daniel E. Kavanaugh, Jr., as
President of DEK Enterprises, Inc., a Florida corporation, who is
personally known to me or has produced a drivers license as
identification and who did take an oath.

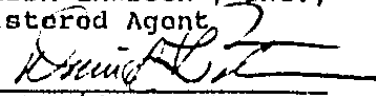
Michael J. Reno
Notary Public MICHAEL J. RENO
Print Name: NOTARY PUBLIC OF NEW JERSEY
Serial No.: My Commission Expires Sept 20, 1997
My Commission Expires: _____

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND
REGISTERED OFFICE FOR SERVICE OF PROCESS.

1. That Kavanaugh Family Limited Partnership has named Florida-Lawdock, Inc. located at 222 Lakeview Avenue, Fourth Floor, West Palm Beach, Florida 33402, as its agent to accept service of process within Florida.

2. That, having been named to accept service of process for the above-stated limited partnership, at the place designated in this Certificate. The undersigned hereby agrees to act in this capacity and agrees to comply with all requirements relative to keeping open said office.

FLORIDA-LAWDOCK, INC.,
Registered Agent

By: 
David L. Petorsen,
Its: Vice President

Dated: September 29, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -2 PM 12:22

A95000000477

SHUMAKER, LOOP & KENDRICK

ATTORNEYS AT LAW

BARNETT PLAZA - SUITE 2000

101 EAST KENNEDY BOULEVARD

TAMPA, FLORIDA 33602

TOLINO OFFICE

NORTH COURTHOUSE BOUAVUE

1000 JACKSON

TOLINO, OHIO 43024 1573

(419) 241 9000

FAX (419) 241-6894

(813) 229-7000

FAX (813) 229-1000

MAILING ADDRESS

POST OFFICE BOX 172609

TAMPA, FLORIDA 33612-0609

January 25, 1996

CHARLOTTE OFFICE

227 WEST TRADE STREET

SUITE 2100

CHARLOTTE, NORTH CAROLINA 28202

(704) 375 0057

FAX (704) 332 1107

Florida Department of State
Division of Corporations
ATTN: Buck Kohr, Corporate Specialist
Post Office Box 6327
Tallahassee, FL 32314

Re: TMF Limited Partnership
Our File No. T29990/84058

Dear Buck:

Thank you for your letter of January 19, 1996 concerning the above-captioned Florida Limited Partnership.

Please find enclosed a revised Affidavit which states a definite amount of capital for purposes of assessing the additional filing fee.

Also enclosed is a check drawn on the operating account of TMF Limited Partnership in the amount of \$1,680.00 for this fee.

Thank you so much for pointing out the correct procedure. We will make it part of our office practice from this point forward.

If you have any questions concerning this matter, please communicate directly with me using our toll-free number which is 1-800-677-7661.

Very truly yours,


Bruce H. Gordon

000001704860
-02/02/96--01024--006
***1680.00 ***1680.00

BHG/rmp
Enclosures

1/24/96
FILING 1,680.00
R. AGENT FEE
C. COPY 1,680.00
TOTAL
N. BANK
BALANCE DUE
REMOVED

56 JAN 29 AM 10:17

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
TO THE TMF LIMITED PARTNERSHIP
PREPARED IN LINE WITH F.S. 620.112

STATE OF ~~FLORIDA~~ MICHIGAN
COUNTY OF OAKLAND

RECEIVED
SECRETARY OF STATE
JAN 29 1995
56 JAN 29 1995

BEFORE ME, the undersigned authority, personally appeared THOMAS J. MANNING, as General Partner of TMF LIMITED PARTNERSHIP (the "Partnership"), who, upon being duly sworn, certifies as follows:

1. On March 24, 1995, Bruce H. Gordon, as Attorney-in-Fact for Thomas J. Manning, signed and filed in line with F.S. 620.108 an Affidavit of Capital Contribution to the TMF Limited Partnership (formed on March 27, 1995 with the Florida Department of State and having been assigned document number A95000000477) indicating that the amount of capital contributions to the Partnership made by the Limited Partners is in the aggregate, cash and property having a value of \$10,000.00, and by virtue thereof paid a filing fee of \$70.00 (i.e. \$7.00 per \$1,000.00 of such capital contributions).

2. In line with F.S. 620.112, this Supplemental Affidavit is given to inform the Florida Department of State that the actual contribution of the Limited Partners now exceeds the \$10,000.00 anticipated amount of capital contributions previously filed in line with F.S. 620.108.

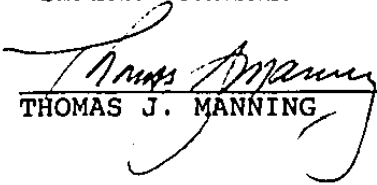
3. The amount of capital contributions to the Partnership now made by the limited partners is, in the aggregate, cash and property having a value ~~in excess~~ of \$250,000.00, which ~~by virtue of exceeding \$250,000.00~~ attracts the maximum statutory filing fee of \$1,750.00 in line with F.S. 620.182(2).

4. Therefore, a filing fee of \$1,680.00 (i.e. \$1,750.00 less \$70.00 previously paid) is now due the Florida Department of State and accompanies this Supplemental Affidavit.

5. It is not anticipated that additional capital contributions will be made by the Limited Partners.

Under penalties of perjury, the undersigned as an authorized agent of the General Partner declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

"GENERAL PARTNER"


THOMAS J. MANNING

STATE OF ~~INDIANA~~ MICHIGAN ,
COUNTY OF OAKLAND

The foregoing instrument was acknowledged before me this
10th day of October, 1995, by THOMAS J. MANNING, General Partner of
TMF Limited Partnership, who is (X) personally known to me or
() has produced _____ as identification.



Notary Public

Print: JO MOWINSKI

My Commission Expires: APRIL 4, 2000

JO MOWINSKI
NOTARY PUBLIC - WAYNE COUNTY, MI
ACTING IN OAKLAND CO., MI
MY COMMISSION EXPIRES 04/04/00

96 JAN 29 AM 10:17

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS