

# A9500000/559

ABRAMS, ANTON, ROBBINS, RESNICK & SCHNEIDER, P.A.

MAYNARD ABRAMS  
1918-1992

PAUL B. ANTON  
1927-1981

HILTON S. BLAUT X  
ALAN B. COHN \*  
ANDY M. CUSTER  
MAURICE M. GARCIA  
GENE K. GLASSER \*  
STANLEY D. GOOTSEGEN †  
SCOTT A. ORTH  
JENNIFER E. PRICE  
LEONARD ROBBINS  
KENNETH A. RUBIN  
REUBEN M. SCHNEIDER O X †  
PETER R. SIEGEL  
JACK F. WEINS  
DAVID WEISMAN O  
KAREN A. YOUNG

EDWARD S. RESNICK (RET.)

\* BOARD CERTIFIED TAX LAWYER  
BOARD CERTIFIED ESTATE PLANNING  
AND PROBATE LAWYER

O BOARD CERTIFIED REAL ESTATE LAWYER

X MEMBER OF D.C. BAR  
X MEMBER OF N.Y. BAR  
† MEMBER OF OHIO BAR

2021 TYLER STREET  
POST OFFICE BOX 229010  
HOLLYWOOD, FLORIDA 33022-9000

ONE BOCA PLACE • SUITE 411-E  
2255 GLADES ROAD  
BOCA RATON, FLORIDA 33431-7383

TELEPHONES  
HOLLYWOOD (305) 921-5500  
FAX: (305) 925-7013  
BOCA RATON & DELRAY  
(407) 994-2212  
(407) 994-2772  
FAX: (407) 997-5494  
NORTH BROWARD (305) 428-9800  
MIAMI (305) 940-8440  
PALM BEACHES (407) 833-4710

PLEASE REPLY TO:

Hollywood

FILE NO.:

ROTM5-0001

October 5, 1995

VIA CERTIFIED MAIL # Z 271 811 561

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

900001605359  
-10/11/95--01006--002  
\*\*\*1837.50 \*\*\*1837.50

RE: ROTHSTEIN FAMILY LTD.

Dear Sir or Madam:

Enclosed for filing please find one original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contribution for ROTHSTEIN FAMILY LTD. Also enclosed is our firm check to cover the required filing fee. Please complete the necessary filing and return the certified copy to the undersigned.

Thank you for your prompt attention to this matter. Should you have any questions, please call my Corporate Assistant, Lisa Hirsch at Ext. 132.

Sincerely yours,

  
Gene K. Glasser

GKG:leh/135316  
Enclosures  
cc: Mrs. Malcia Rothstein

10/16/95 a  
cc

FILED  
1995 OCT 10 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A95000001559

FILED  
1995 OCT 10 PM 2:04  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ROTHSTEIN FAMILY LTD.,

a Florida Limited Partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following:

1. The name of the partnership is ROTHSTEIN FAMILY LTD.
2. The address of the office of the partnership is 1201 South Ocean Drive, No. 2006 North, Hollywood, Florida 33319.
3. The name and address of the agent for service of process on the partnership is GENE K. GLASSER, c/o Abrams, Anton, Robbins, Resnick & Schneider, P. A., 2021 Tyler Street, Hollywood, Florida 33022.
4. The name and business address of the General Partner and the mailing address of the partnership are MALROTH, INCORPORATED, a Florida corporation, 1201 South Ocean Drive, No. 2006 North, Hollywood, Florida 33319.
5. The latest date upon which the partnership shall dissolve is December 31, 2045.
6. No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.

7. All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.

8. There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.

9. A Limited Partner may not demand property other than cash in return for its contributions.

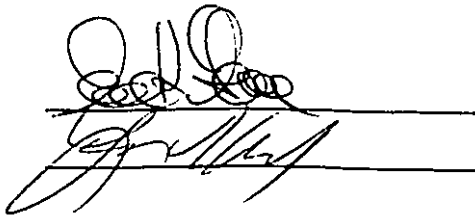
The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of ROTHSTEIN FAMILY LTD. this 21 day of September, 1995.

Witnesses:

GENERAL PARTNER:

MALROTH, INCORPORATED,  
a Florida corporation



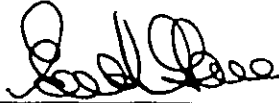
By: Melvin Rotstein  
, President

FILED  
1995 OCT 10 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent for ROTHSTEIN FAMILY, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of

the Partnership, 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.

REGISTERED AGENT:



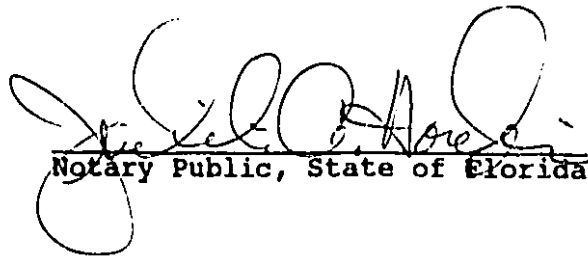
\_\_\_\_\_  
GENE K. GLASSER

0121034

**FILED**  
1995 OCT 10 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



The foregoing Affidavit was subscribed and acknowledged before me by MARCIA ROTHSTEIN, as President of MALROTH, INCORPORATED, a Florida corporation, who is personally known to me or who has produced N/A as identification and who did take an oath, on this 21 day of SEPTEMBER, 1995.

  
Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL  
JUDITH A. HOODMAN  
NOTARY PUBLIC, STATE OF FLORIDA  
COMMISSION NO. CC#3104  
MY COMMISSION EXP. OCT. 13, 1998

FILED  
1995 OCT 10 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION \$500 PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Northam  
Secretary of State  
DIVISION OF CORPORATIONS

**FILED**

96 FEB 19 PM 1:24

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #

AR5000001559

**ROTHSTEIN FAMILY LTD.**

Mailing Address

Principal Office Address

1201 South Ocean Drive  
No. 2006  
Hollywood, Florida 33319

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

3a. Date of Last Report

4. State or Country of Formation

Florida

5a. Capital Contributions as Shown  
on Record

1,212,000.00

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

1,212,000.00

6. FEI Number

65-0608044

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: \$136.75 (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 \$578.25 (\$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.

*2-20*

9. Name and Address of Current Registered Agent

10. If changed, new Registered Agent/Office

**GENE K. GLASSER**  
c/o Abrams, Anton, Robbins, Resnick &  
Schneider, P.A.  
2021 Tyler Street  
Hollywood, Florida 33022

Name **MARSHA G. MADORSKY, ESQ.**  
Street Address (P.O. Box Number is Not Acceptable)  
**2665 S. Bayshore Drive**  
Suite, Apt # etc **Suite 603**  
City **Miami** FL Zip Code **33133**

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)

*[Signature]* **MARSHA G. MADORSKY**

DATE **2-15-96**

**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 Numbers)

11b. City, State & Zip Code

11c. Registration/  
Document Number

**MALROTH, INC.**

1201 South Ocean Drive  
No. 2006

Hollywood, FL 33319

P94000061862

500001721085  
-02/22/96--01015--024  
\*\*\*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 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)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b) 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

*[Signature]*

**MALCIA ROTHSTEIN**

DATE

**2/6/96**

Typed or Printed Name of General Partner Signing Form

**President of Malroth Inc. Telephone Number (305)856-0879**

CR2E003 (6/95)