

A95000001617

TIME'S UP!™

by The Fresh Software Company

2100 Salzedo Street, Suite 300 • Coral Gables, Florida 33134
(305) 444-7745 • (305) 447-8509 Fax • 76200.1012 @COMPUSERVE.COM

October 11, 1995

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

FILED
1995 OCT 26 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

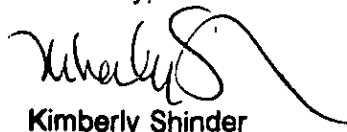
Re: Fresh Software, Ltd.

Dear Sir/Madam:

Enclosed please find a Certificate of Limited Partnership and Affidavit of Capital Contributions for filing. Also enclosed is check no. 1069 in the amount of \$1,802.50 to cover the cost of filing and a certified copy.

Thank you for your attention to this matter. If you have any questions on the enclosed or need anything further, please do not hesitate to call.

Sincerely,



Kimberly Shinder

/ks
Enclosures (stated)

100001619291
-10/25/95--01031--001
*****35.00 *****35.00

200001611282
-10/16/95--01008--005
***1802.50 ***1802.50

~~WAS 0000020685~~
~~678, 644, 656, 671~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 17, 1995

**KIMBERLY SHINDER
FRESH SOFTWARE COMPANY
2100 SALZEDO ST., STE. 300
CORAL GABLES, FL 33134**

**SUBJECT: FRESH SOFTWARE, LTD.
Ref. Number: W95000020685**

We have received your document for FRESH SOFTWARE, LTD. and check(s) totaling \$1802.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The registered agent must sign accepting the designation.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6920.

Ava Watson
Corporate Specialist

Letter Number: 295A00046823

TIME'S UP!™

by The Fresh Software Company

2100 Seaboard Street, Suite 300 • Coral Gables, Florida 33134
(305) 444-7745 • (305) 447-8509 Fax • 76200.1012 @ COMPUSERVE.COM

October 20, 1995

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

Re: Fresh Software, Ltd.

Dear Sir/Madam:

Pursuant to a letter dated October 17, 1995, enclosed please find a Certificate of Limited Partnership with Registered Agent designation and Affidavit of Capital Contributions for filing. Also enclosed is an additional check in the amount of \$35.00 as requested.

Thank you for your attention to this matter. If you have any questions on the enclosed or need anything further, please do not hesitate to call.

Sincerely,



Kimberly Shinder

/ks
Enclosures (stated)

A95000001617

CERTIFICATE OF LIMITED PARTNERSHIP

FOR

FRESH SOFTWARE, LTD.

ARTICLE ONE
NAME

The name of the Limited Partnership is:

Fresh Software, Ltd.

ARTICLE TWO
BUSINESS RECORDS

The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes is:

2100 Salzedo Street
Suite 300
Coral Gables, Florida 33134

ARTICLE THREE
REGISTERED AGENT

The name and address of the Partnership's agent for service of process in Florida is:

Richard L. Katz
Law Office of Richard L. Katz
2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134

ARTICLE FOUR
GENERAL PARTNERS

The name and business address of each General Partner in the Limited Partnership is as follows:

The Fresh Software Company
2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134

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ARTICLE FIVE
ADDRESS OF PARTNERSHIP

The mailing address of the Limited Partnership is:

Fresh Software, Ltd.
2100 Salzedo Street, Suite 300
Coral Gables, Florida 33134

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TALLAHASSEE, FLORIDA

ARTICLE SIX
DATE OF DISSOLUTION

The latest date on which the Limited Partnership is to dissolve is December 31, 2009.

ARTICLE SEVEN
REGISTERED OFFICE AND REGISTERED AGENT

<u>NAME</u>	<u>ADDRESS</u>
Richard L. Katz	Law Offices of Richard L. Katz 2100 Salzedo Street, Suite 300 Coral Gables, Florida 33134 Telephone: (305) 443-3303

I HEREBY AGREE to act as Registered Agent for Fresh Software, Ltd. and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.



RICHARD L. KATZ
(Registered Agent)

IN WITNESS WHEREOF, the undersigned which is the sole General Partner of Fresh Software, Ltd. does make, subscribe, acknowledge, and file this Certificate for the purpose of forming a Limited Partnership under the laws of the State of Florida.

Dated: October 11, 1995

The Fresh Software Company
General Partner

By: 
Richard L. Katz, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, which is the sole General Partner of Fresh Software, Ltd, declare that the capital contributions of all the Limited Partners in the Partnership is anticipated to be \$500,000.00

Dated: October 11, 1995

The Fresh Software Company
General Partner

By: 

Richard L. Katz, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

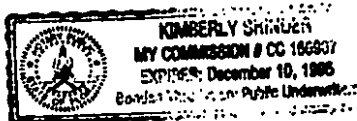
STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Richard L. Katz, who is the President of The Fresh Software Company and sole General Partner of Fresh Software, Ltd. and is to me well known to be the person described in and who executed the foregoing Affidavit of Capital Contributions and he acknowledged before me that he executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Miami, Florida, in the said County and State, this 10th day of October, 1995.


NOTARY PUBLIC, State of Florida

Printed Name, Commission and Seal:



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 Northam
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 DEC 26 AM 8:03

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001617

FRESH SOFTWARE, LTD.

DO NOT WRITE IN THIS SPACE. *mtm*

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. How Principal Office Address is Applicable
200001679622
-01/05/95--01020--003

Suite, Apt. #, etc.

****576.25 ****576.25

City, State & Zip

Mailing Address

Principal Office Address

2100 SALZEDO STREET
SUITE 300
CORAL GABLES, FLORIDA 33134

SAME

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
10/26/95

3a. Date of Last Report

4. State or Country of Formation
FLORIDA

5a. Capital Contributions as Shown
on Record:

\$500,000.00

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

6. FEI Number

65-0563539

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

RICHARD L. KATZ, ESQ.
LAW OFFICES OF RICHARD L. KATZ
2100 SALZEDO STREET, SUITE 300
CORAL GABLES, FLORIDA 33134

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 620.192, 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

THE FRESH SOFTWARE CO.

2100 SALZEDO STREET
SUITE 300

CORAL GABLES, FL 33134

P95000011364

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 included 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

DATE

12/22/95

Typed or Printed Name of General Partner Signing Form

The Fresh Software Company

Richard L. Katz, President

Telephone Number 305-444-7745

CR2E003 (6/95)