

A95000001710

HARTER, SECREST & EMERY

431 East Fayette Street
Syracuse, New York 13202-1919
315 • 474-4000
FAX 315 • 474-7789

111 Washington Avenue, Suite 208
Albany, New York 12210-2208
518 • 434-4377
FAX 518 • 449-4025

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

800 LAUREL OAK DRIVE
SUITE 400
NAPLES, FLORIDA 33963-2738

941 • 598-4444
FAX 941 • 598-2781
E-MAIL: harter%hse@mcimail.com

700 Midtown Tower
Rochester, New York 14604-2070
716 • 232-8500
FAX 716 • 232-2182

Please Reply To:

November 6, 1995

UPS NEXT DAY AIR

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700001631607
-11/08/95--01030--003
****156.80 ****156.80

Re: Certificate of Limited Partnership of DuCharme Family Partnership
Ltd.

Gentlemen:

Enclosed herewith please find an original plus one (1) copy of the Certificate of Limited Partnership of DuCharme Family Partnership, Ltd. with the Acceptance of Registered Agent attached thereto. Also enclosed for filing is the DuCharme Family Partnership, Ltd. Affidavit of Capital Contributions. Please file the originals and return the copies certified to me at your earliest convenience.

Our firm's check in the amount of \$156.80, which represents \$104.30 for the filing fee and \$52.50 for a certified copy, is enclosed.

Name	Availability
Document Examiner	CCC
Notary	DCC
Witness	DCC
Witness / Adjudgement	DCC
W. P. Verifier	CCC

If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

Harter, Secrest & Emery

Kelly M. Braun

FILED
1995 NOV - 7 AM 9:00
TALLAHASSEE, FLORIDA

TC
\$ 7,000.00

A95000001710

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DuCHARME FAMILY PARTNERSHIP, LTD.**

The undersigned General Partner, for the purposes of forming a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes Chapter 620, does hereby certify as follows:

ARTICLE I

LIMITED PARTNERSHIP NAME AND ADDRESS

The name of the limited partnership is DuCharme Family Partnership, Ltd. and the mailing and business address of the partnership is c/o Duane E. DuCharme, 7401 Bay Colony Drive, Naples, Florida 33963.

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the limited partnership in the State of Florida shall be 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963. The name of the initial registered agent of the limited partnership at the registered office shall be Alan J. Hilfiker, Esq.

ARTICLE III

GENERAL PARTNER

The name and business address of the general partner of the partnership is as follows:
DuCharme Family Equities, Inc.
c/o Duane E. DuCharme
7401 Bay Colony Drive
Naples, Florida 33963

995000082246

ARTICLE IV

TERM OF EXISTENCE

The partnership shall be effective upon the date of filing of the Certificate of Limited Partnership with the Department of State. The latest date upon which the partnership shall dissolve is November 1, 2045.

ARTICLE V

CONTRIBUTIONS

The amount of cash and a description of, and the agreed value of, the other property contributed by each limited partner shall be as indicated in the Affidavit of Contributions attached hereto and incorporated herein.

FILED
NOV - 7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 25th day of Oct, 1995.

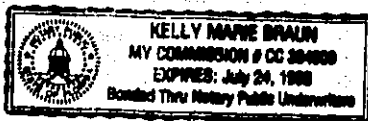
GENERAL PARTNER:

DUCHARME FAMILY EQUITIES, a
Florida corporation

D. E. DuCharme
Duane DuCharme, President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 25th day of October, 1995, by Duane E. DuCharme, as President of DuCharme Family Equities, Inc., General Partner of the Partnership, who is personally known to me or who has produced as identification and who did/did not take an oath.



Kelly M. Braun
Notary Public

Kelly M. Braun
Printed Name

FILED
NOV - 7 AM 9:45
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

FOR

DUCHARME FAMILY PARTNERSHIP, LTD.

I, Alan F. Hilfiker, Esq., having signed the within as registered agent of DuCharme Family Partnership, Ltd., (the "Partnership") at the registered address of 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963, do hereby agree as registered agent to accept service of process, to keep an office of the Partnership open during the prescribed hours, and to post my name, and that any officer of the Partnership authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Partnership as required by law.


Alan F. Hilfiker, Esq.
REGISTERED AGENT

FILED
1995 NOV 7 AM 9:45-
SECRETARY OF STATE
ALLIANCE, FLORIDA.

**AFFIDAVIT OF CONTRIBUTIONS
OF THE
LIMITED PARTNERS
OF DuCHARME FAMILY PARTNERSHIP, LTD.**

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Duane E. DuCharme, director of DuCharme Family Equities, Inc., the sole general partner of DuCharme Family Partnership, Ltd. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to date of the Limited Partners is Zero Dollars (\$0.00).

2. At this time Seven Thousand Dollars (\$7,000.00) is anticipated to be contributed to the Limited Partners.

Under 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.

Date: 25 October, 1995.

GENERAL PARTNER:
DUCHARME FAMILY EQUITIES, INC., a
Florida corporation

By: D. E. DuCharme
Duane E. DuCharme, Director

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 25th day of October, 1995.

Kelly Marie Braun
NOTARY PUBLIC
State of Florida

(SEAL)
My Commission Expires:



A95000001710

HARTER, SECREST & EMERY

431 East Fayette Street
Syracuse, New York 13202-1919
315 • 474-4000
FAX 315 • 474-7789

111 Washington Avenue, Suite 208
Albany, New York 12210-2208
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FAX 941 • 598-2781
E-MAIL harter%hse&e@mcimail.com

700 Midtown Tower
Rochester, New York 14604-2070
716 • 232-6500
FAX 716 • 232-2162

Please Reply To:

November 6, 1995

UPS NEXT DAY AIR

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700001631607
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Re: Certificate of Limited Partnership of DuCharme Family Partnership, Ltd.

Gentlemen:

Enclosed herewith please find an original plus one (1) copy of the Certificate of Limited Partnership of DuCharme Family Partnership, Ltd. with the Acceptance of Registered Agent attached thereto. Also enclosed for filing is the DuCharme Family Partnership, Ltd. Affidavit of Capital Contributions. Please file the originals and return the copies certified to me at your earliest convenience.

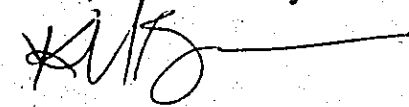
Our firm's check in the amount of \$156.80, which represents \$104.30 for the filing fee and \$52.50 for a certified copy, is enclosed.

Name	
Availability	
Document Examiner	DCC
Attorney	DCC
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

If you have any questions or need additional information, please feel free to contact me.

Very truly yours,

Harter, Secrest & Emery



Kelly M. Braun

700001631607

A95000001710

FILED
1995 NOV -7 AM 9:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DuCHARME FAMILY PARTNERSHIP, LTD.**

The undersigned General Partner, for the purposes of forming a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes Chapter 620, does hereby certify as follows:

ARTICLE I

LIMITED PARTNERSHIP NAME AND ADDRESS

The name of the limited partnership is DuCharme Family Partnership, Ltd. and the mailing and business address of the partnership is c/o Duane E. DuCharme, 7401 Bay Colony Drive, Naples, Florida 33963.

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the limited partnership in the State of Florida shall be 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963. The name of the initial registered agent of the limited partnership at the registered office shall be Alan Hilfiker, Esq.

ARTICLE III

GENERAL PARTNER

The name and business address of the general partner of the partnership is as follows:
DuCharme Family Equities, Inc.
c/o Duane E. DuCharme
7401 Bay Colony Drive
Naples, Florida 33963

995000082246

ARTICLE IV

TERM OF EXISTENCE

The partnership shall be effective upon the date of filing of the Certificate of Limited Partnership with the Department of State. The latest date upon which the partnership shall dissolve is November 1, 2045.

ARTICLE V

CONTRIBUTIONS

The amount of cash and a description of, and the agreed value of, the other property contributed by each limited partner shall be as indicated in the Affidavit of Contributions attached hereto and incorporated herein.

FILED
NOV - 7 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WITNESS WHEREOF, the undersigned has executed this Certificate this 25th day of Oct, 1995.

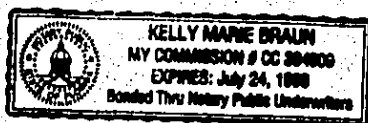
GENERAL PARTNER:

DUCHARME FAMILY EQUITIES, a
Florida corporation

D. E. DuCharme
Duane DuCharme, President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 25th day of October, 1995, by Duane E. DuCharme, as President of DuCharme Family Equities, Inc., General Partner of the Partnership, who is personally known to me or who has produced as identification and who did/did not take an oath.



Kelly M. Braun
Notary Public

Kelly M. Braun
Printed Name

FILED
NOV - 7 AM 9:45
CLERK OF DISTRICT COURT
STATE OF FLORIDA
TALLAHASSEE

ACCEPTANCE OF REGISTERED AGENT

FOR

DUCHARME FAMILY PARTNERSHIP, LTD.

I, Alan F. Hilfiker, Esq., having signed the within as registered agent of DuCharme Family Partnership, Ltd., (the "Partnership") at the registered address of 800 Laurel Oak Drive, Suite 400, Naples, Florida 33963, do hereby agree as registered agent to accept service of process, to keep an office of the Partnership open during the prescribed hours, and to post my name, and that any officer of the Partnership authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Partnership as required by law.


Alan F. Hilfiker, Esq.
REGISTERED AGENT

FILED
1995 NOV 7 AM 9 45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CONTRIBUTIONS
OF THE
LIMITED PARTNERS
OF DuCHARME FAMILY PARTNERSHIP, LTD.**

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Duane E. DuCharme, director of DuCharme Family Equities, Inc., the sole general partner of DuCharme Family Partnership, Ltd. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to date of the Limited Partners is Zero Dollars (\$0.00).

2. At this time Seven Thousand Dollars (\$7,000.00) is anticipated to be contributed by the Limited Partners.

Under 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.

Date: 25 October, 1995.

GENERAL PARTNER:
DUCHARME FAMILY EQUITIES, INC., a
Florida corporation

By: D. E. DuCharme
Duane E. DuCharme, Director

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 25th day of October, 1995.

Kelly Marie Braun
NOTARY PUBLIC
State of Florida

(SEAL)
My Commission Expires:



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

FILED

96 FEB 21 AM 9:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT #

A9500001710

DuCharme Family Partnership, Ltd.

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

Suite, Apt. #, etc

City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc

City, State & Zip

Mailing Address

Principal Office Address

c/o Duane E. DuCharme
7401 Bay Colony Drive
Naples, Florida 33963

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

11/07/95

3a. Date of Last Report

N/A

4. State or Country of Formation

FLORIDA

5a. Capital Contributions as Shown
on Record

\$7,000.00

5b. Amount of Capital Contributions in
FLORIDA

4,000,000.00 - 65-0621505

6. FEI Number

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

Alan F. Hilfiker, Esq.
800 Laurel Oak Drive, Suite 400
Naples, Florida 33963

10. If changed, new Registered Agent/Office

Name

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

Suite, Apt. #, etc

City

000001721270

-02/22/96--01039--003

2326.25 *576.25

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
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

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

DuCharme Family
Equities, Inc.

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

c/o Duane E. DuCharme
7401 Bay Colony Drive

11b. City, State & Zip Code

Naples, FL 33963

11c. Registration/
Document Number

P95000082246

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

D. E. DuCharme

DATE 12-11-95

Typed or Printed Name of General Partner Signing Form

Duane E. DuCharme, Director of

Telephone Number (941) 566-7183

DuCharme Family Equities, Inc.

CR2E003 (6/95)

Duane DuCharme

7401 Bay Colony Dr.
Naples, FL 33963

A95000001710

February 3, 1996

Ms. Diane Cushing
Corporate Specialist
Florida Department of Revenue
Division of Corporations
P O Box 6327
Tallahassee, FL 32414

Reference Number: A95000001710
Letter Number: 596A00001528

200001721272
-02/22/96--01039--003
***2326.25 ***1750.00

Dear Diane:

Thank you for the cordial phone conversation and your help in correcting the 1995 Limited Partnership Annual Report we filed.

Enclosed is a check for \$2,326.25 to cover the filing fee. Also enclosed is the annual report resubmitted with line 5b changed to \$900,000. to reflect the accurate contributions made by the limited partners for tax year 1995.

Please review this information for accuracy and let me know if you need anything else for us to be in total compliance with your tax regulations.

Thank you.

Cordially yours,

Duane
Duane DuCharme

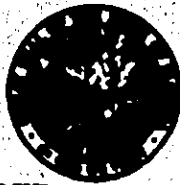
*Supplemental Affidavit
increasing to \$ 900,000.00*

Name	
Availability	
Date	
Signature	
Knowledge	
P. Verifier	

C. TAX	
FILING	1750.00
R. AMT	
C.	
T.	
N. USE	
BALANCE DUE	
REFUND	

FILED

96 FEB 21 AM



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 11, 1996

DUCHARME FAMILY PARTNERSHIP, LTD.
% DUANE E. DUCHARME
7401 BAY COLONY DRIVE
NAPLES, FL 33963

SUBJECT: DUCHARME FAMILY PARTNERSHIP, LTD.
Ref. Number: A95000001710

We have received your document for **DUCHARME FAMILY PARTNERSHIP, LTD.** and your check(s) totaling \$523.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

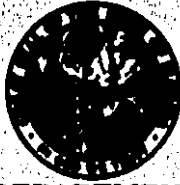
You failed to submit the proper filing fee for the annual report and didn't send the money at all for the supplemental affidavit. We will need a total filing fee of \$2,326.25. Line 5(b) and your affidavit must be the same. Is the total contributions of the limited partners \$1,050,000 or \$900,000.?

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 596A00001528



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 9, 1996

DUANE DUCHARME
7401 BAY COLONY DRIVE
NAPLES, FL 33963

SUBJECT: DUCHARME FAMILY PARTNERSHIP, LTD.
Ref. Number: A95000001710

We have received your document for DUCHARME FAMILY PARTNERSHIP, LTD. and your check(s) totaling \$2326.25. However, the document has not been filed and is being retained in this office for the following:

You failed to return the affidavit with the annual report. Please return the affidavit to my attention.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 896A00005861

**AFFIDAVIT OF CONTRIBUTIONS
OF THE
LIMITED PARTNERS
OF DuCHARME FAMILY PARTNERSHIP, LTD.**

I, Duane DuCharme, director of DuCharme Family Equities, Inc., the sole general partner of DuCharme Family Partnership, LTD, do hereby swear and certify that the total capital contributions to date of the limited partners is \$900,000.

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

Dated: December 29, 1995.

General Partner:
DuCharme Family Equities, Inc.,
Florida Corporation

By: *D. A. DuCharme*
Duane DuCharme, Director

96 FEB 21 AM 9:55
FILED
SEC. OF STATE
TALLAHASSEE, FLORIDA

A95000001710

\$ 1750.00 - FF
CM

FILED
97 JAN - 6 PM 4: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/07/97 CORPORATE DETAIL RECORD SCREEN 11:47 AM
NUM: A95000001710 ST:FL ACTIVE/FL LP FLD: 11/07/1995
LAST: CONTRIBUTION CHANGE FLD: 02/21/1996
ACT CONT: 900,000.00 FEI#: 65-0621505
NAME : DUCHARME FAMILY PARTNERSHIP, LTD.
PRINCIPAL: X DUANE E. DUCHARME
ADDRESS 7401 BAY COLONY DRIVE
NAPLES, FL 33963
RA NAME : HILFIKER, ALAN F ESQ
RA ADDR : 800 LAUREL OAK DRIVE, SUITE 400
NAPLES, FL 33963 US
ANN REP :

(1996) 1 02/21/96

800002057768--2
-01/14/97--01140--024
***2326.25 ***1750.00

1. MENU, 3. PARTNERS, 4. EVENTS

ENTER SELECTION AND CR:

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of DuCharme Family Partnership, LTD, a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.


The total amount of the capital contributions of the limited partners is \$1,515,000.

This 31st day of December, 1996.

FURTHER AFFIANT SAYETH NOT.

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

General Partners



DuCharme Family Equities, Inc.

FILED
97 JAN - 6 PM 4: 24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA