

1204 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

RECEIVED

95 DEC 22 PM 12:22

DIVISION OF CORPORATION



A95000002037

ACCOUNT NO. 0721000003E

REFERENCE : 780643 9216A

AUTHORIZATION :

COST LIMIT : * 148.00 *Patricia Poynt*

ORDER DATE : December 22, 1995

ORDER TIME : 10:22 AM

ORDER NO. : 780643

CUSTOMER NO: 9216A

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN & MEYER WEISS

700001669097

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

DOMESTIC FILING

NAME: ROMAR GROUP, LTD.

A95-2037

~~*A950000024855*~~

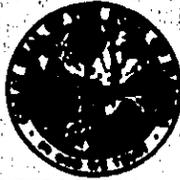
ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 22, 1995

**DEBBIE SKIPPER
CSC NETWORKS
TALLAHASSEE, FL**

**SUBJECT: ROMAR GROUP, LTD.
Ref. Number: W95000024855**

We have received your document for ROMAR GROUP, LTD. and the authorization to debit your account in the amount of \$140.00. However, the document has not been filed and is being returned for the following:

Every corporation, limited partnership, general partnership, or trust listed as a general partner of a limited partnership or a managing member or manager of a limited liability company must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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: 795A00055185

**CERTIFICATE OF LIMITED PARTNERSHIP OF
ROMAR GROUP, LTD.**

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Romar Group, Ltd.
2. The address of the office of the Partnership is c/o Daniel A. Barr, CPA, Commercial Accounting Services, 499 N.W. 79th Avenue, Suite 105, Plantation, Florida 33317.
3. The name and address of the agent for service of process on the Partnership is NICHOLAS M. DANIELS, ESQ., Therrel Baisden & Meyer Weiss, 1111 Lincoln Road Mall, Suite 500, Miami Beach, Florida 33139.
4. The name and business address of the corporate General Partner is as follows:

MURO, INC.,
a Florida corporation
c/o Daniel A. Barr, CPA
Commercial Accounting Services
499 N.W. 79th Avenue, Suite 105
Plantation, Florida 33317

5. The mailing address of the Partnership is: c/o Daniel A. Barr, CPA, Commercial Accounting Services, 499 N.W. 79th Avenue, Suite 105, Plantation, Florida 33317.
6. The latest date upon which the Partnership shall dissolve is January 31, 2025.
7. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.
8. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by (a) Nicholas M. Daniels, as Vice President of MURO, INC., a Florida corporation, as the General

995-96874

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Partner of ROMAR GROUP, LTD. or (b) an authorized corporate officer, of MURO, INC., a Florida corporation, as General Partner of ROMAR GROUP, LTD.

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 ROMAR GROUP, LTD. this 21st day of DECEMBER, 1995.

GENERAL PARTNER

MURO, INC., a Florida corporation

By: 

Nicholas M. Daniels, Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for ROMAR GROUP, 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

By: 

NICHOLAS M. DANIELS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared NICHOLAS M. DANIELS, as Vice President of MURO, INC., a Florida corporation, which is the General Partner of ROMAR GROUP, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", c/o Daniel A. Barr, CPA, Commercial Accounting Services, 499 N.W. 79th Avenue, Suite 105, Plantation, Florida 33317, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

| | |
|-----------------------------------|-----------|
| Nicholas M. Daniels | \$ 990.00 |
| Therrel Baisden & Meyer Weiss | |
| 1111 Lincoln Road Mall, Suite 500 | |
| Miami Beach, Florida 33139 | |
| | <hr/> |
| Total | \$ 990.00 |

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

| | |
|-----------------------------------|--------|
| Nicholas M. Daniels | \$ -0- |
| Therrel Baisden & Meyer Weiss | |
| 1111 Lincoln Road Mall, Suite 500 | |
| Miami Beach, Florida 33139 | |
| | <hr/> |
| Total | \$ -0- |

FURTHER AFFIANT SAITH NAUGHT.

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.

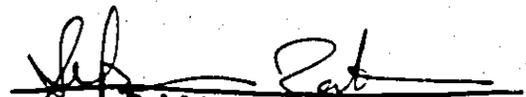
GENERAL PARTNER:

MURO, INC., a Florida corporation


NICHOLAS M. DANIELS, Vice President

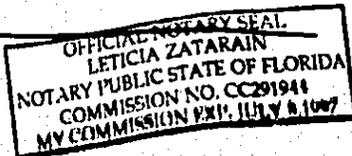
Dated December 21, 1995

The foregoing instrument was acknowledged before me this 21st day of December, 1995, by NICHOLAS M. DANIELS, as Vice President of MURO, INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me or has produced as identification.


Notary Public, State of Florida
at Large

Leticia Zatarain
Print/Type or Stamp Notary Name
Commission No. (if any) _____

My Commission Expires:



END\CORD\TRY-CAP.A77

FILED
95 DEC 22 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A9500002037
 LIMITED PARTNERSHIP ANNUAL REPORT 1995
 DIVISION OF CORPORATIONS

FILED

96 FEB -1 PM 2:18

SECRETARY OF STATE
 TALLAHASSEE FLORIDA

1. Name of Limited Partnership
 Romar Group, Ltd.

1a. DOCUMENT #
 A9500002037

DO NOT WRITE IN THIS SPACE

Mailing Address
 c/o Daniel A. Barr, CPA
 Commercial Accounting Services
 499 NW 79 Ave., Suite 105
 Plantation, FL 33317

Principal Office Address
 c/o Daniel A. Barr, CPA
 Commercial Accounting Services
 499 NW 79 Ave., Ste. 105
 Plantation, FL 33317

2. New Mailing Address If Applicable
 Suite, Apt # etc

City, State & Zip
 400001705894

2a. New Principal Office Address If Applicable
 Suite, Apt # etc

3. Date Formed or Registered to Do Business in FLORIDA
 Dec. 26, 1995

3a. Date of Last Report
 n/a

4. State or Country of Formation
 Florida

City, State & Zip

5a. Capital Contributions as Shown on Record
 990.00

5b. Amount of Capital Contributions in FLORIDA to date
 990.00

6. FEI Number
 applied for

7. CERTIFICATE OF STATUS REQUIRED
 Applied For
 Not Applicable

8. FEES: 1) Filing Fee. Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if blank, with a minimum filing fee of \$2.50 and a maximum of \$437.50
 2) Supplemental Fee: \$138.75 (pursuant to section 607.103, 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.

179A, 695, 671

9. Name and Address of Current Registered Agent
 Nicholas M. Daniels, Esquire
 Therrel Baisden & Meyer Weiss
 1111 Lincoln Road Mall
 Suite 500
 Miami Beach, FL 33139

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, I, the undersigned, hereby accept the appointment of registered agent 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 further 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) | 11a. Address of Each General Partner (Do NOT Use P.O. Office Box Numbers) | 11b. City, State & Zip Code | 11c. Registration Document Number |
|-----------------------------------|---|---|-----------------------------------|
| Muro, Inc. | c/o D.A. Barr, CPA Commercial Accounting Services 499 NW 79 Ave. Suite 105 | Plantation, FL 33317 AR - \$52.50 SF - \$138.75 CWS - 8.75 | P95000096874 2-1-96aw |

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 for 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 I 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 _____
 Typed or Printed Name of General Partner: Nicholas M. Daniels, VP

DATE: 12/29/95
 Telephone Number: 305-672-1921

CR2E003 (6/95)

A95000002037

THERREL BAISDEN & MEYER WEISS

ATTORNEYS AT LAW

1111 LINCOLN ROAD MALL

SUITE 500

MIAMI BEACH, FLORIDA 33139-2001

TELEPHONE (305) 672-1921

FAX (305) 674-0807

NICHOLAS M. DANIELS
DAVID DARLOW
BETH E. ELLIS
JONATHAN FEUERMAN
PETER M. LOPEZ
ELLEN ROSE
LEO ROSE, JR.
FRED R. STANTON
RICHARD A. WOOD

FRED R. BAISDEN (1903-1971)
BARON DE HIRSCH MEYER (1899-1974)
CATCHINGS THERREL (1890-1971)
MILTON WEISS (1913-1980)

October 16, 1996

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Secretary of State
Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

Re: **ROMAR GROUP, LTD., a Florida limited partnership**
Document No. **A95000002037**
Filing Date: **December 26, 1995**
Our File No. **950677**

900001980939--2
-10/18/95-01112--001
***1802.50 ***1802.50

Gentlemen:

Enclosed herewith are two (2) original Supplemental Affidavits of Capital Contributions documents for the captioned Limited Partnership. We enclose our firm check in the amount of \$1,802.50 to cover the following costs:

| | |
|------------------------------------|--------------------|
| Filing Fee for Limited Partnership | \$ 1,750.00 |
| Certified Copy under Seal | 52.50 |
| Total | \$ 1,802.50 |

FILED
18 PM 2:30
TALLAHASSEE, FLORIDA
OCT 18 1996

Please return a certified copy with your recording date acknowledging the filing of the Amended and Restated Affidavit to the undersigned. A self-addressed stamped envelope has been provided for your convenience.

With kindest regards,

Very truly yours,

THERREL BAISDEN & MEYER WEISS

By 
Nicholas H. Daniels

TC
\$11,735,139.00

| | |
|-------------------|-----------------------|
| Name | With kindest regards, |
| Availability | |
| Document Examiner | DUC |
| Indexer | 000 |
| Classifier | |
| Verifier | NMD/lc 0 |
| Adm. Serv. Clerk | Enc 1 |
| W. P. Verifier | DUC |

STATE OF FLORIDA)
) SS:
COUNTY OF DADW)

**SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned authority, personally appeared Nicholas M. Daniels, as Vice President of MURO, INC., a Florida corporation, which is the General Partner of ROMAR GROUP, LTD., a Florida limited partnership, filed December 26, 1995 (Document No. A95000002037) with the Florida Secretary of State, hereinafter referred to as the "Partnership", c/o Daniel A. Barr, CPA, Commercial Accounting Services, 499 N.W. 79th Avenue, Suite 105, Plantation, Florida 33317, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

| | |
|--|-----------------|
| The RGT Trust c/o Daniel A. Barr, CPA Commercial Accounting Services 499 N.W. 79th Avenue, Suite 105 Plantation, Florida 33317 | \$ 59,268.00 |
| The MMT Trust c/o Daniel A. Barr, CPA Commercial Accounting Services 499 N.W. 79th Avenue, Suite 105 Plantation, Florida 33317 | \$11,675,870.00 |
| Total | \$11,735,138.00 |

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

| | |
|--|--------|
| The RGT Trust c/o Daniel A. Barr, CPA Commercial Accounting Services 499 N.W. 79th Avenue, Suite 105 Plantation, Florida 33317 | \$ -0- |
| The MMT Trust c/o Daniel A. Barr, CPA Commercial Accounting Services 499 N.W. 79th Avenue, Suite 105 Plantation, Florida 33317 | \$ -0- |
| Total | \$ -0- |

FURTHER AFFIANT SAITH NAUGHT.

FILED
96 OCT 18 PM 30

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.

GENERAL PARTNER

MURO, INC., a Florida corporation

By: *Nicholas N. Daniels*
Nicholas N. Daniels, Vice
President

Dated: June 3, 1996

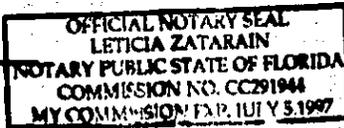
The foregoing instrument was acknowledged before me this 3rd day of June, 1996, by Nicholas N. Daniels, as Vice President of MURO, INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me ~~or has produced~~ as identification.

Leticia Zatarain
Notary Public, State of Florida
at Large

Leticia Zatarain
Print/Type or Stamp Notary Name
Commission No. (if any)

My Commission Expires:

MD\Corp\NY-Sup.AFF



96 OCT 18 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED