

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10149, Tallahassee, FL 32302

FREE No. (904) 224-8870

FAX (904) 222-1234

A9500000 2053

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

1195-24911

Name	_____
Address	_____
City	_____
State	_____
Zip	_____
Phone	_____
Fax	_____
Request	_____
Taken	_____
Confirmed	_____
Approved	_____
Date	12/26/95
Time	11:00
By	CD
W. P. Verifier	_____

C. TAX _____
FILING _____
R. AGENCY FEE _____
C. C. _____
T. _____
N. _____
BALANCE DUE _____
REFUND _____

RE: KAP Kids, Inc.

Capital Express™
Art. of Inc. File _____
Corp. Record Search _____
✓ Ltd. Partnership File _____
Foreign Corp. File _____
Photo ✓ Copy(s) _____
700001672897
-12/28/95--01048--012
***931.00 ***931.00

Art. of Amend. File _____
Dissolution/Withdrawal _____
C U S- _____
Fictitious Name File _____
Name Reservation _____
Annual Report/Reinstatement _____
Reg. Agent Service _____
Document Filing _____

Corporate Kit _____
Vehicle Search _____
Driving Record _____
Document Retrieval _____

UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
File No.'s _____ Copies _____
Courier Service _____
Shipping/Handling _____
Phone () _____
Top Priority _____
Express Mail Prep. _____
FAX () _____ pgs. _____

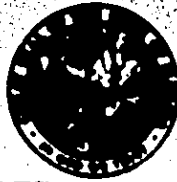
SUBTOTALS	
FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

WALK-IN
WM Pick Up _____

A9500000 2053



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1995

CAPITAL CONNECTION

TALLAHASSEE, FL 32302

SUBJECT: KAPKIDS, LTD.
Ref. Number: W95000024911

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

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.

If you list the actual trust as the general partner then they must file a fictitious name application. The total fee required to file this document is \$931.

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: 995A00055306



**NATIONAL
CORPORATE
RESEARCH, LTD.**

AN AFFILIATE OF NATIONAL CODE CORPORATION

225 West 34th Street
(212) 947-7200

• Suite 2110 •
N.Y. & Nationwide (800) 221-0102

New York, New York 10122-0032
• Facsimile (212) 564-6083

M E M O R A N D U M

ORDER # CAF
DATE: 12/22/95
TO: CRYSTAL DUGGER
FROM: FRAN WAGNER
SUBJECT: KAPKIDS, INC.

ENCLOSED IS THE CERTIFICATE OF LIMITED PARTNERSHIP AND AFFIDAVIT
OF CAPITAL CONTRIBUTIONS ON BEHALF OF ABOVE LP.

IN ADDITION, ENCLOSED IS OUR NOT TO EXCEED CHECK FOR \$1100, MADE
PAYABLE TO THE STATE OF FLORIDA.

PLEASE RETURN ONE FILED STAMPED AS EVIDENCE OF FILING TO MY ATTENTION.

Please file on an expedited basis.

Thank you.

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
KAPRIDS, LTD.**

1. Kapkids, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 3251 Bayou Sound, Longboat Key, Florida 34228
(The Business Address of Limited Partnership)
3. Elbert A. Kaplan
(Name of Registered Agent for Service of Process)
4. 3251 Bayou Sound, Longboat Key, Florida 34228
(Florida Street Address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process.)
6. 3251 Bayou Sound, Longboat Key, Florida 34228
(The Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is 12/31/2045.

95 DEC 27 AM 10 31
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED

- | 8. | NAME OF GENERAL PARTNER(S) | SPECIFIC ADDRESS |
|----|--|---|
| | Elbert A. Kaplan, Trustee of
The Elbert A. Kaplan
Living Trust U/T/A/D
<u>October 4, 1990</u> | 3251 Bayou Sound
<u>Longboat Key, FL 34228</u> |
| | | |
| | | |

Signed this 20th day of December, 1995.

Signature of all general partners:

Elbert A. Kaplan, Trustee of
THE ELBERT A. KAPLAN LIVING TRUST,
U/T/A/D OCTOBER 4, 1990, General
Partner

By: 
Elbert A. Kaplan, Trustee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 27 AM 10:34

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of KAPKIDS, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 8,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time total \$ 128,000.

This 20th day of December, 1995.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

Albert A. Kaplan, Trustee of
THE ELBERT A. KAPLAN LIVING TRUST,
U/T/A/D OCTOBER 4, 1990, General
Partner

By: 
Elbert A. Kaplan, Trustee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 27 AM 10:34

000001715220

-02/15/96--01010--009

*****52.50 *****52.50

APOL SERVICE d/b/a
LEGAL ATTORNEY SERVICE BUREAU INC.

(Requestor's Name)

1406 Hays Street, Suite 2

(Address)

Tallahassee, FL 32301 (904) 656-3992

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

96 FEB 12 PM 3:31

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. KapKids, Ltd. A 9500006 2053
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2/8
☐ Certified Copy☐ Mail out☐ Will wait☐ Photocopy☐ Certificate of Status

RECEIVED

96 FEB -8 AM 10:52

DIVISION OF CORPORATIONS

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

C. TAX _____
 FILING 52.50
 R. AGENT FEE _____
 C. COPY _____
 TOTAL 52.50
 S. BANK _____
 BALANCE DUE _____
 RECEIVED _____

2/12/96

Examiner's Initials

BK

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 FEB 12 PM 3:31

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
KAPKIDS, LTD.**

KAPKIDS, LTD.

(Insert name currently on file with Florida Department of State)

Pursuant to the provisions of Section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on December 27, 1995, adopts the following Certificate of Amendment to its Certificate of Limited Partnership.

FIRST: Amendment(s): (indicate article number(s) being amended, added or deleted)

Article 8 of the Certificate of Limited Partnership be and hereby is deleted in its entirety and the following new Article 8 is inserted in its place:

8.	NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
	The Elbert A. Kaplan Living Trust u/t/a/d/ October 4, 1990	3251 Bayou Sound Longboat Key, Florida 34228

696034900015

SECOND: This Certificate of Amendment shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signature(s)

Signature of current general partner:

Elbert A. Kaplan
Elbert A. Kaplan, Trustee of the Elbert A. Kaplan Living Trust u/t/a/d October 4, 1990

1/26/96
Date

Signature(s) of new general partner(s), if applicable:

**THE ELBERT A. KAPLAN LIVING TRUST u/t/a/d
OCTOBER 4, 1990**

By: Elbert A. Kaplan
Elbert A. Kaplan, Trustee

1/26/96
Date

FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$600 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE

A95000002053

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 12 PM 3:26

1. Name of Limited Partnership

KAPKIDS, LTD.

1a. DOCUMENT #

A95000002053

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, If Applicable

Mailing Address

3251 Bayou Sound
Longboat Key
Florida, 34228

Principal Office Address

3251 Bayou Sound
Longboat Key
Florida, 34228

State Apt # etc

700001715387

City State & Zip

02/15/96-01024-016

2a. New Principal Office Address, If Applicable

State Apt # etc

City State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA

12/27/95

3a. Date of Last Report

This is first
report

4. State or Country of Formation

FLORIDA

5a. Capital Contributions as Shown
on Record

128,000

5b. Amount of Capital Contributions in
FLORIDA to date

128,000

6. FEI Number

22-3413993

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 5a; Mark, 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

Elbert A. Kaplan
3251 Bayou Sound
Longboat Key
Florida, 34228

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

State 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
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

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

The Elbert A. Kaplan Living Trust
u/t/a/d October 4, 1990

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

3251 Bayou Sound

11b. City, State & Zip Code

Longboat Key
Florida, 34228

11c. Registration
Document Number

G96039900015

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 was obtained 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

The Elbert A. Kaplan Living Trust u/t/a/d October 4, 1990

BY:

Elbert A. Kaplan, Trustee

DATE

2/6/96

Typed or Printed Name of General Partner Signing Form

Telephone Number

13-383-1758

CR2E003 (6/95)