

A95000002078

KEIDAISH & GASPERONI

ATTORNEYS AND COUNSELLORS AT LAW

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December 19, 1995

VIA FEDERAL EXPRESS

(904) 487-6051

DIVISION OF CORPORATIONS

409 East Gaines Street

Tallahassee, FL 32399

Attn: Limited Partnership
Section

400001668164
-12/21/95--01083--010
****148.75 ****148.75

Re: Certificate of Limited Partnership
N & G Properties, Ltd.

Dear Sirs:

Enclosed please find the original Certificate of Limited Partnership and Affidavit of Capital Contributions regarding N & G Properties, Ltd.

Also enclosed please find our check made payable to the Department of State in the amount of \$148.75 to cover the following:

1.	Filing fee	\$52.50
2.	Registered agent	35.00
3.	Certified copy	52.50
4.	Certificate	8.75
TOTAL		\$148.75

FILED
95 DEC 21 AM 11:30
TALLAHASSEE, FLORIDA

Kindly file the Certificate of Limited Partnership and return a certified copy of same along with a certificate of filing.

Very truly yours,

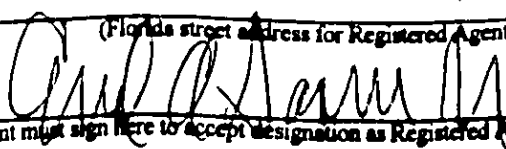
Emil A. Gasperoni, Jr.
Emil A. Gasperoni, Jr.

NAME	
ADDRESS	
EAG/lak	
Enclosure	
C:\wpfiles\corporat\letters\divcorp.ltr	
DATE	
TIME	
INITIALS	

A95000002078

TC
\$2000.00

CERTIFICATE OF LIMITED PARTNERSHIP

1. N & G Properties, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 505 Wekiva Springs Road, Suite 200, Longwood, FL 32779
(Business address of Limited Partnership)
3. Emil A. Gasperoni, Jr.
(Name of Registered Agent for Service of Process)
4. 505 Wekiva Springs Road, Suite 800, Longwood, FL 32779
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 505 Wekiva Springs Road, Suite 200, Longwood, FL 32779
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: July 1, 2025
8. Name(s) of general partner(s): Grillway, Inc. Street address: 505 Wekiva Springs Rd, Ste. 200, Longwood, FL 32779

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of December 19 95.

Signature of all general partners:

Grillway, Inc.

By:

Emil A. Gasperoni
General Partner

Emil Gasperoni
President

General Partner

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of N & G Properties, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 2,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 2,000.00

Signed this 19th day of December, 19 95

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Grillway, Inc.
By: Emil Gasperoni
General Partner Emil Gasperoni
President

General Partner

General Partner

General Partner

General Partner

General Partner

FILED
95 DEC 21 AM 10:30
CLERK OF DISTRICT COURT
ALACHUA COUNTY, FLORIDA

FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$800 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandoz Lachman
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JAN -5 AM 7:26

1. Name of Limited Partnership

1a. DOCUMENT #
A95000002078

N & G Properties, Ltd.

DO NOT WRITE IN THIS SPACE

mtm

Mailing Address

Principal Office Address

505 Wekiva Springs Road
Suite 200
Longwood, FL 32779

2. New Mailing Address, If Applicable

Suite Apt # etc

City, State & Zip

500001687455

2a. New Principal Office, If Applicable

01/11/96 01101-010

****191.25 ****191.25

Suite Apt # etc

City, State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA

12/21/95

3a. Date of Last Report

N/A

4. State or Country of Formation

Florida

5a. Capital Contributions as Shown
on Record

2,000.00

5b. Amount of Capital Contributions
FLORIDA to date

2,000.00

6. FEI Number

X 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. 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

Emil A. Gasperoni, Jr.
505 Wekiva Springs Road
Suite 800
Longwood, FL 32779

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 all 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)

Emil A. Gasperoni, Jr.

DATE

1/3/96

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

Grillway, Inc.

505 Wekiva Springs
Road, Suite 200

Longwood, FL
32779

G94080000138

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 was 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, required by Chapter 620, Florida Statutes.

SIGNATURE

Emil A. Gasperoni, Jr.

DATE

1/3

Typed or Printed Name of General Partner Signing Form

Emil Gasperoni, President of Grillway, Inc. (407)774-9434

CR2E003 (6/95)