

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 REVENUE
DIVISION OF CORPORATIONS

9600000106

FILED

96 FEB 14 AM 10:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership

1a. DOCUMENT #

A96000000106

HARRIS & H LTD.

AL-AR

CM

Mailing Address

Principal Office Address

323 ALMERIA ROAD, APT 202
WEST PALM BEACH, FL 33405

323 ALMERIA ROAD, APT 202
WEST PALM BEACH, FL 33405

2. New Mailing Address, if Applicable

State, Apt # etc

City, State & Zip

2a. New Principal Office Address, if Applicable

State, Apt # etc

City, State & Zip

If above addresses are incorrect in any way, file through the correct information and in correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA

3a. Date of Last Report

4. Subject Company of Filings

12/27/1995

FL

5a. Capital Contributions as Reported
on Report

5b. Amount of Capital Contributions in
FLORIDA to date

6. FID 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 blank, with a minimum filing fee of \$52.50 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 \$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

10. If changed, new Registered Agent Office

HARRIS, LAMONT
323 ALMERIA ROAD, APT. 202
WEST PALM BEACH, FL 33405

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 620.102, 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 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

Lamont Harris

DATE *Jan 27, 1996*

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. (Names) 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

HARRIS PROPERTIES, INC.

323 ALMERIA ROAD, APT 202 WEST PALM BEACH, FL 33405

600001717326
-02/16/96--01078--026
****553.07 ****553.07

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 submitted with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I request the Director of Corporations, from any liability for non-compliance with Section 119.07(3)(b) in the event that the information submitted is determined exempt from public access. I further certify that the information submitted on this form is true and accurate and that my signature shall not be made under oath. I further certify that I am a General Partner of the limited partnership, corporation or trust(s) empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Lamont Harris

DATE *1-23, 1996*

Type and Printed Name of General Partner Signing Form

Lamont B.P. Harris

Telephone Number *407-655-7522*

CR2E003 (6/95)

A 96.0000000 106

LAW OFFICES
RONALD E. JONES, P. A.
1010 SOUTHERN BOULEVARD
WEST PALM BEACH, FLORIDA 33408

TELEPHONE (407) 507-0512

December 21, 1995

4677001572134
-12/27/95--G1079--002
***501.82 ***501.82

Secretary of State
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RE: Harris & H Limited Partnership

Dear Sir:

Enclosed for filing are the following:

- a. Affidavit declaring the amount of the capital contribution of the limited partner.
- b. Certificate of Limited Partnership.

Also enclosed is a check for \$501.82 for the filing fee, designation of registered agent, and for one certified copy.

It is important that these papers be filed by December 31, 1995. If there are any problems with these papers, please call me collect.

Sincerely yours,

RONALD E. JONES, P.A.

Name	REJ/lb
Address	Enc/
Amount	
Balance	
W. P. Verlyer	ENC

A96000000106

TC
\$59,189.04

LAW OFFICES
RONALD E. JONES, P. A.
1010 SOUTHERN BOULEVARD
WEST PALM BEACH, FLORIDA 33400

TELEPHONE (407) 607-0522

January 10, 1996

Secretary of State
Department of State
P. O. Box 6327
Tallahassee, FL 32301

RE: Harris & H Limited Partnership

Dear Sir:

In December, 1995, I filed with you a Certificate of Limited Partnership together with an Affidavit as to the limited partnership contribution.

Your office called and told me that the affidavit of contribution had to be signed by the general partner. Enclosed is the affidavit for filing.

I previously paid the filing fee and the person who called me said the filing would reflect a December, 1995, filing date.

Sincerely yours,



RONALD E. JONES, P.A.

REJ/lb
Enc/

DLA

CERTIFICATE OF LIMITED PARTNERSHIP

We, the undersigned, hereby associate ourselves for the purpose of forming a limited partnership under the laws of the State of Florida, to-wit:

ARTICLE I

The name of the limited partnership is Harris & H Ltd. The address of the office for the limited partnership is 323 Almeria Road, Apt. 202, West Palm Beach, FL 33405. The name and address of the agent for service of process is Lamont Harris, whose address is 323 Almeria Road, Apt. 202, West Palm Beach, FL 33405.

ARTICLE II

The name and the business address of the general partner for this limited partnership is Harris Properties, Inc. with its business address at 323 Almeria Road, Apt. 202, West Palm Beach, FL 33405, ^{V10953}

ARTICLE III

The mailing address for the limited partnership is 323 Almeria Road, Apt. 202, West Palm Beach, FL 33405.

ARTICLE IV

The latest date upon which the limited partnership is to dissolve is January 1, 2025.

IN WITNESS WHEREOF, the undersigned Harris Properties, Inc., as general partner, and Patheco Investment Partners, Ltd., as limited partner, do hereby subscribe their names on the 22 day of December, 1995.

Witnesses:

HARRIS PROPERTIES, INC.

Stephanie Saunders
[Signature]

By: *Lamont Harris*
Lamont Harris, President

Witnesses:

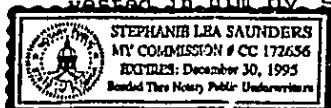
PATHECO INVESTMENT PARTNERS, LTD.

Stephanie Saunders
[Signature]

By: *Patrick Henry*
Patrick Henry, General Partner

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Lamont Harris, well known to me to be the President of Harris Properties, Inc., and he acknowledged executing the same in the presence of the two witnesses freely and voluntarily under authority duly vested in him by said corporation.

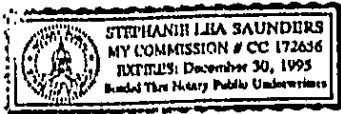


Stephanie Saunders
Notary Public

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

I hereby certify that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Patrick Henry, well known to me to be the general partner of Patheco Investment Partners, Ltd., a Florida limited partnership, and he acknowledged executing the same in the presence of the two witnesses freely and voluntarily under authority duly vested in him by said limited partnership.

Stephanie Saunders
Notary Public



ACCEPTANCE BY REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for the limited partnership, Harris & H Ltd.

Dated this 22 day of December, 1995.

Lamont Harris
Lamont Harris

AFFIDAVIT DECLARING THE AMOUNT OF THE CAPITAL
CONTRIBUTION OF THE LIMITED PARTNER

BEFORE ME personally appeared the undersigned authority,
Lamont Harris, who first being duly sworn, deposes and
says under oath as follows:

1. My name is Lamont Harris. I am the president of
Harris Properties, Inc., the general partner of Harris & H
Ltd. partnership.

2. The amount of the capital contribution that Patheco
Investment Partners, Ltd. has agreed to contribute to the
limited partnership is the sum of \$59,189.04.

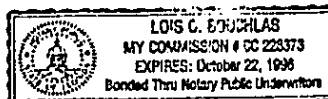
HARRIS PROPERTIES, INC.

By: Lamont Harris
Lamont Harris, President

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me
this 10 day of January, 1996, by Lamont Harris, who is
personally known to me and who did take an oath.

Lois C. Douglas
Notary Public





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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATION
97 MAY 14 PM 4:06

ACCOUNT NO. : 072100000032

REFERENCE : 390315 9017A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 14, 1997

ORDER TIME : 9:51 AM

ORDER NO. : 390315-020

CUSTOMER NO: 9017A

CUSTOMER: Dennis Stewart, Esq
Stewart & Associates,
2979 N.w. 56th Avenue

Lauderhill, FL 33313

300002179133--7

-05/15/97--01001--012

*****17.50 *****17.50

****175.00-*****87.50-

300002179133--7

-05/15/97--01001--011

****175.00 *****87.50

DOMESTIC AMENDMENT FILING

NAME: HARRIS & H, LTD.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

RECEIVED
97 MAY 14 AM 11:25
DIVISION OF CORPORATION

37C
5/11/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 14, 1997

ANDREA MABRY
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: HARRIS & H LTD.
Ref. Number: A96000000106

FILED
SECTION OF CORPORATIONS
MAY 14 1997

We have received your document for HARRIS & H LTD. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED the \$105.00 filing fee sent with this filing.

In addition to the OFFICE ADDRESS, specified in Article 2, we must also require that the partnership's MAILING ADDRESS be stated. If this is the same as the address of the principal office, you could add the sentence -- "This is also the partnership's mailing address." -- in Article 2.

ALSO, THE AMENDED AND RESTATED CERTIFICATE must state that "the document was duly executed and filed in accordance with section 620.109, F.S.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 697A00025940

AMENDED & RESTATED ARTICLES AND CERTIFICATE OF
LIMITED PARTNERSHIP OF

HARRIS & H. LTD.

SECRET
DIVISION OF CORPORATIONS
97 MAY 14 PM 4:06

THIS AMENDED & RESTATED ARTICLES AND CERTIFICATE OF LIMITED PARTNERSHIP OF HARRIS & H, LTD., a Florida Limited Partnership ("Partnership") is executed and shall be effective as of the 12th day of May, 1997.

The undersigned representing ONE HUNDRED PERCENT (100%) of the General Partners and Limited Partners of HARRIS & H, LTD., (the "Partnership"), a Florida Limited Partnership, hereby files those Amended & Restated Articles and Certificate of Limited Partnership of HARRIS & H, LTD., and hereby declare that the original Articles and Certificate of Limited Partnership shall be amended and shall, as of the effective date, be amended to read as follows:

ARTICLE 1. The name of the Limited Partnership is HARRIS & H, LTD.

ARTICLE 2. The address of the office and the mailing address of the Limited Partnership is 445 S. W. Second Street, Pompano Beach, Florida, 33060.

ARTICLE 3. The name and address of the Agent for Service of Process is LAMONT HARRIS, whose address is 445 S. W. Second Street, Pompano Beach, Florida, 33060.

ARTICLE 4. The name and business address of the sole General Partner for the Limited Partnership is HARRIS PROPERTIES, INC., located at 445 S. W. Second Street, Pompano Beach, Florida, 33060.

ARTICLE 5. The name and address of the Sole Limited Partner for the Limited Partnership is HENRY & COMPANY, LTD., located at 450 Royal Palm Way, Suite #502, Palm Beach, Florida, 33480.

ARTICLE 6. The date the Limited Partnership is to dissolve is January 1, 2025.

ARTICLE 7. Notwithstanding any provisions hereof to the contrary, the following shall govern the nature of the business and of the purposes to be conducted and promised by the partnership, is to engage solely in the following activities:

A. To own certain parcels of real property, together with all improvements located thereon, in the City of Pompano Beach, State of Florida (collectively, the "Properties").

D. To own, hold, sell, assigns, transfer, operate, lease, mortgage, pledge and otherwise deal with the Properties.

C. To exercise all powers enumerated in the Uniform Limited Partnership Act of Florida necessary or convenient to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

ARTICLE 8. Notwithstanding any provision hereof to the contrary, the following shall govern: The partnership shall only incur indebtedness in an amount necessary to acquire, operate and maintain the Properties. For so long as any mortgage lien exists on any of the Properties, the partnership shall not incur, assume or guaranty any other indebtedness. The partnership shall not consolidate or merge with or into any other entity or convey or transfer its properties and assets substantially as an entirety to any entity unless (i) the entity (if other than the partnership) formed or surviving such consolidation or merger or that acquired by conveyance or transfer the properties and assets of the partnership substantially as an entirety (a) shall be organized and existing under the laws of the United States of America or any State or the District of Columbia, (b) shall include in its organizational documents the same limitations set forth in this Article, and (c) shall expressly assume the due and punctual performance of the partnership's obligations; and (ii) immediately after giving effect to such transaction, no default or event of default under any agreement to which it is a party shall have been committed by this partnership and be continuing. For so long as a mortgage lien exists on any of the properties, the Partnership will not voluntarily commence a case with respect to itself, as debtor, under the Federal Bankruptcy code or any similar federal or state statute without the unanimous consent of all of the partners of the Partnership. For so long as a mortgage lien exists on any of the properties, no material amendment to this partnership agreement may be made without first obtaining approval of the mortgagees holding first mortgages on each of the Properties.

ARTICLE 9. Notwithstanding any provisions hereof to the contrary, the following shall govern: Any indemnification shall be fully subordinated to any obligations respecting the properties and shall not constitute a claim against the partnership in the event that cash flow is insufficient to pay such obligations.

ARTICLE 10. Notwithstanding any provision hereof to the contrary, the following shall govern: For so long as any mortgage lien exists on any of the Properties, in order to preserve and ensure its separate and distinct identity, in addition to the other provisions set forth in this partnership agreement, the partnership shall conduct its affairs in accordance with the following provisions:

A. It shall establish and maintain an office through which its business shall be conducted separate and apart from that of any of its affiliate and shall allocate fairly and

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OFFICE OF THE
CLERK OF THE
COURT
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reasonably any overhead for shared office space.

B. It shall maintain separate partnership records and books or account from those of any affiliate.

C. It shall not commingle assets with those of any affiliate.

D. It shall conduct its own business in its own name.

E. It shall maintain financial statements separate from any affiliate.

F. It shall pay any liabilities out of its own funds, including salaries of any employees, not funds of any affiliate.

G. It shall maintain an arm's length relationship with any affiliate.

H. It shall not guarantee or become obligated for the debts of any other entity, including any affiliate or hold out its credit as being available to satisfy the obligations of others.

I. It shall use stationery, invoices and checks separate from any affiliate.

J. It shall not pledge its assets for the benefit of any other entity, including any affiliates.

K. It shall hold itself out as an entity separate from any affiliate.

For the purpose of this Article, the following terms shall have the following meanings:

"affiliate" means any persons controlling or controlled by or under common control with the partnership including, without limitation (i) any person who has a familial relationship, by blood, marriage or otherwise with any partner or employee of the partnership, or any affiliate thereof, and (ii) any person which receives compensation for administrative, legal or accounting services from this partnership, or any affiliate. For purposes of this definition, "control" when used with respect to any specified person, means the power to direct the management and policies of such person, directly or indirectly, whether through the ownership of voting securities, by contract or otherwise; and the terms "controlling" and "controlled" have meanings correlative to the foregoing.

"persons" means any individual, corporation, partnership, limited liability company, joint venture, association, joint stock company, trust (including any beneficiary

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DIVISION OF CORPORATIONS
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thereof), unincorporated organization, or government or any agency or political subdivision thereof.

ARTICLE 11. Notwithstanding any provision hereof to the contrary, the following shall govern: The partnership shall not terminate solely as a consequence of the Bankruptcy of one or more of the general partners of the Partnership so long as there remains a solvent general partner of the Partnership.

ARTICLE 12. Notwithstanding any provision hereof to the contrary, the following shall govern: SUBJECT TO applicable law, dissolution of the Partnership shall not occur so long as the Partnership remains mortgagor of the Property.

The above and Amended and Restated Articles and Certificate of Limited Partnership of HARRIS & H, LTD. shall be effective as of the 12th day of May, 1997, and has been approved, adopted and ratified by ONE HUNDRED PERCENT (100%) of the General Partners and Limited Partners of the Limited Partnership, as of the 12th day of May, 1997. and is duly executed and filed in accordance with Section 620.109, F.S.

SOLE GENERAL PARTNER:

HARRIS PROPERTIES, INC.
a Florida corporation

BY: Lamont B.P. Harris
LAMONT B.P. HARRIS
its President

SOLE LIMITED PARTNER:

HENRY & COMPANY, LTD.

BY: Patrick Henry
PATRICK HENRY
its General Partner

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared LAMONT B.P. HARRIS, as President of HARRIS PROPERTIES, INC., the

Sole General Partner of HARRIS & H, LTD., who produced a drivers license as a form of identification, and who acknowledged that he executed the foregoing document for the purposes expressed therein.

WITNESS my hand and official seal this 12 day of May, 1997.

Stephanie Saunders
NOTARY PUBLIC

Commission Exp: 12/30/99



STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared PATRICK HENRY, as Sole General Partner of HENRY & COMPANY, LTD., the Sole Limited Partner of HARRIS & H, LTD., who produced a drivers license as a form of identification, and who acknowledged that he executed the foregoing document for the purposes expressed therein.

WITNESS my hand and official seal this 13 day of May, 1997.

Stephanie Saunders
NOTARY PUBLIC

Commission Exp: 12/30/99



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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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