AGBOOGS TOOLS

IOO N.F. THIRD AVENUE
SUITE 400
FORT LAUDERDALE, FLORIDA 33301
TELEPHONE (308) 825-9900
FACSMILE (308) 823-2872

215 SOUTH MONROE STREET SUITE 804 TALLAHASSEE, FLORIDA 32301 TELEPHONE (904) 581-3010 FACSIMILE (904) 501-3013

REPLY TO: Fort Landerdale

January 22, 1996

95 JAN 25 PH 1:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Division of Corporations Post Office Box <327 Tallahassee, Florida 32314

Re: St. Andrews Southwest, Ltd. File No. 2422.004

700001701807 -01/50/96--01102--022 ****140.00 ****140.00

Dear Sir or Madam:

Enclosed are a Certificate of Limited Partnership and Affidavit of Capital Contribution for the above-referenced proposed limited partnership.

A check in the amount of \$140.00 is enclosed to cover the \$52.50 filing fee, the \$52.50 fee for the certified copy of the Certificate and Affidavit and the \$35.00 fee for filing the designation of registered agent.

Please file same and return a certified copy to the undersigned.

Sincerely,

BERGER & DAVIS, P.A.

BERGER & DAVIS, P.A.

Robin L. Goldston Legal Assistant

1/29/9/ea)

cc: Lawrence C. Callaway, III, Esq.

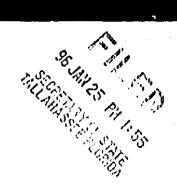
FF \$135.00

\$52.50

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A960000000200

CERTIFICATE OF LIMITED PARTNERSHIP FOR ST. ANDREWS SOUTHWEST, LTD., A FLORIDA LIMITED PARTNERSHIP



Pursuant to Chapter 620 of the Florida Statutes, the undersigned, being the sole General Partner, desiring to form a Florida limited partnership, does hereby swear and affirm as follows:

- The name of the limited partnership is ST. ANDREWS SOUTHWEST, LTD.
- The office of the limited partnership is 2828 Coral Way, Penthouse Suite, Miami, Florida 33145, and the name and address of the agent for service of process is JORGE M. PEREZ, located at 2828 Coral Way, Penthouse Suite, Miami, Florida 33145.
- The names and business addresses of the sole General Partner is:

ST. ANDREWS SOUTHWEST, INC. 2828 Coral Way, Penthouse Suite Miami, Florida 33145

The mailing address of the limited partnership is: 4.

> ST. ANDREWS SOUTHWEST, LTD. 2828 Coral Way, Penthouse Suite Miami, Florida 33145

- The latest date upon which the limited partnership is to dissolve is December 31, 2095.
- Attached hereto and made a part hereof is the Affidavit of Capital Contributions of the limited partners, setting forth the amount anticipated to be contributed by the limited partners.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the $_16 \, \mathrm{th}$ day of <u>January</u>, 1996.

GENERAL PARTNER:

ST. ANDREWS BOUTHWEST, INC.,

a Florida corporation

ROBERTO S. ROCHA

Vice President

ŗ

STATE OF FLORIDA) SS:

The foregoing instrument was acknowledged before me this light day of Janar, 1996, by ROBERTO S. ROCHA, as Vice President of ST. ANDREWS SOUTHWEST, INC., a Florida corporation, on behalf of said corporation, who is personally known to me or who has produced ______ as identification and who did/did not take an oath.

NOTARY PUBLIC

sign: Marcelena

Print: Marceling Morales

My Commission Expires:

(SEAL)

MOTARY PUBLIC, STATE OF FLORIDA MARCELINA MOTALES COMMISSION HO: CC-SEA164 MY COMMISSION EXPIRES JUN. 16, 1998

SECRETARIOS STATE
SECRETARIOS

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for ST. ANDREWS SOUTHWEST, LTD. at the location designated in the Cortificate, JORGE M. PEREZ hereby agrees to act in such capacity and agrees to comply with the provisions of said act with respect to keeping such office open.

JORGE M. PEREZ

SECREDARY OF STATE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF ST. ANDREWS SOUTHWEST, LTD., A FLORIDA LIMITED PARTNERSHIP

Before me, the undersigned authority, personally appeared ROBERTO S. ROCHA, as Vice President of ST. ANDREWS SOUTHWEST, INC., a Florida corporation, the sole General Partner of ST. ANDREWS SOUTHWEST, LTD., a Florida limited partnership, who, being duly sworn, deposes and says:

- I, ROBERTO S. ROCHA, am the Vice President of ST. ANDREWS SOUTHWEST, INC., a Florida corporation, the solo General Partner of ST. ANDREWS SOUTHWEST, LTD., and as such officer, I have personal knowledge of the matters hereinafter set forth.
- The amount of the capital contributions of the Limited Partner to the Partnership (and the amount anticipated to be contributed by it) are as follows:

Limited Partners:

Capital Contributions

Jorge M. Perez

\$99.00

ST. ANDREWS SOUTHWEST, INC., a Florida corporation sole General Partner of ST. ANDREWS SOUTHWEST, LTD.

ROBERTO S. ROCHA

Vice President

1:22.2 +1175

STATE OF FLORIDA) an.
COUNTY OF) ss:)
Problem of ST. ANDREWS SOUTHWE	nstrument was acknowledged before my this ord , 1996, by ROBERTO B. ROCHA, as Vice WB SOUTHWEST, INC., the sole General Partner ST, LTD., a Florida limited partnership, who me or who has produced
	n and who did/did not take an oath.
	sign: Marclina Morales Print: Marcelina Morales
	Print: Marcelina Morales
My Commission Expires:	(SEAL)
	NOTATY PUBLIC, STATE OF FLORIDA MARICELEM HORALES COMMISSION ID. CC-364 164 MY COMMISSION EXPIRES JUN. 16, 1908

96 JAN 25 PH 1:55
SECRETARIES FLORIDA



FILED

96 JUL 17 //18 59

SECHERAN CASTANE TALLANS SECTIONS

July 15, 1996

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

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Re: St. Andrews Southwest, Ltd. Our File No. 2422.004

Dear Sir or Madam:

Enclosed is a Supplemental Affidavit of Capital Contributions for the above-referenced limited partnership. Please file same and return a certified, copy to the undersigned.

Also enclosed is a check in the amount of \$1,802.50 for the filing and certified copy fees.

Sincerely,

BERGER & DAVIS, P.A.

Robin L. Goldston Legal Assistant

Encs.

cc: Mr. Roberto S. Rocha Lawrence C. Callaway, III, Esq.

A drocococyco

FILED

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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BEFORE ME, the undersigned, personally appeared ROBERTO S. ANDREWS SOUTHWEST, INC., F/k/a ST. ANDREWS AT BONAVENTURE, INC., a Florida corporation, sole General Partner of ST. ANDREWS SOUTHWEST, LTD., a Florida limited partnership ("Partnership"), who, upon being sworn, certified as follows:

The amount of the capital contributions of the Limited Partners to the Partnership and the amount anticipated to be contributed by them are as follows:

Limited Partners

Capital Contribution

The Related Group of Florida

Cash of \$1,800,000.00

Silvio A. Cordoso

Cash of \$ 200,000.00

Dated this 2016. day of June, 1996.

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.

GENERAL PARTNER:

ST. ANDREWS

f/k/a ST. BONAYENTURE,

SOUTHWEST, INC., ANDREWS AT AT INC., a Florida

corporation

ROBERTO

ROCHA,

President

Witness

STATE OF FLORIDA 88: COUNTY OF DADE Sworn to and subscribed before me this <u>7°</u> day of June, 1996, by ROBERTO S. ROCHA, as Vice President of ST. ANDREWS SOUTHWEST, INC. d/b/a ST. ANDREWS AT BONAVENTURE, INC., a Florida corporation. (X) Personally known to me; or) Produced Identification; Type of Identification produced NOTARY PUBLIC: By: Print Name: Commission No.: My Commission Expires: ALICIA M. RUFIN MY COMMISSION & CC 474453 ALICIA M. RUM MY COMMISSION . Se. EXPIRES: July 21, 1999 Bonded Thru Notary Public Underwi EXPLACES SERVER 1. 15
Bonded Thrus herself finished to the farm

and the second

RVX242204.ACC 6/17/96