

A96000000360

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-22-7771
904-22-3911

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 057201 007720

AUTHORIZATION :

Leticia Piquito

COST LIMIT : \$ PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 PM 1:44

ORDER DATE : February 23, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 057201

000001726100
-02/23/96--01010--005
****119.00 ****119.00

CUSTOMER NO: 007720

CUSTOMER: Huber R. Parsons, Esq
HUBER R. PARSONS, ESQ

Brickell Center, Suite 601
799 Brickell Plaza
Miami, FL 33131

R 960000000113

by mail

DOMESTIC FILING

NAME: COLONIAL MILLS, LTD.

EFFECTIVE DATE:

G. TAX _____
FILING _____
R. AGENT FEE 84
C. COPY 35
TOTAL 119
N. BARK _____
PAYABLE DUE _____
TERMS _____

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CARINA DUNLAP

EXAMINER'S INITIALS:

RECEIVED
96 FEB 23 PM 12:15
DIVISION OF CORPORATIONS

2/23/96
BK



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 9, 1996

CSC NETWORKS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 PM 1:44

The name COLONIAL MILLS, LTD. has been reserved for 120 days beginning January 9, 1996. The reservation number is R96000000113 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 996A00001106

CERTIFICATE OF LIMITED PARTNERSHIP
OF COLONIAL MILLS, LTD.,
a Florida limited partnership

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 PM 1:54

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is Colonial Mills, Ltd.
2. The address of the office of the Partnership is 3225 Aviation Avenue, Suite 700, Coconut Grove, Miami, Florida 33133.
3. The name and address of the agent for service of process on the Partnership is Stephen E. Brandon, 3225 Aviation Avenue, Suite 700, Coconut Grove, Miami, Florida 33133.
- 854167 4. The name and business address of the sole general partner is Urban Approach, Inc., a Florida corporation, 3225 Aviation Avenue, Suite 700, Coconut Grove, Miami, Florida 33133.
5. The mailing address of the Partnership is 3225 Aviation Avenue, Suite 700, Coconut Grove, Miami, Florida 33133.
6. The latest date upon which the Partnership shall dissolve is December 31, 2025.

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 on behalf of the sole General Partner of Colonial Mills, Ltd. as of this 22 day of February, 1996.

GENERAL PARTNER:


Urban Approach, Inc.,
a Florida corporation

By: SE Brandon
Stephen E. Brandon
as Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Colonial Mills, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Stephen E. Brandon

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 PM 1:41

CML/cert

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 23 PM 1:44

BEFORE ME, the undersigned authority, personally appeared Stephen E. Brandon, Vice-President of Urban Approach, Inc., the sole general partner of Colonial Mills, Ltd., (the "Partnership") who, upon being duly sworn, deposes and says:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Twelve Thousand and 00/100 (\$12,000.00) Dollars.

2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Under penalties of perjury I declare that I have read the foregoing and that the foregoing is true, to the best of my knowledge and belief.

Date: As of February 22, 1996

GENERAL PARTNER:

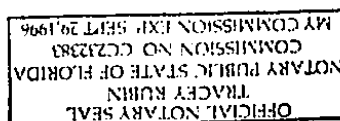
Urban Approach, Inc.,
a Florida corporation

By: Stephen E. Brandon
Stephen E. Brandon
as Vice President

THE FOREGOING INSTRUMENT was acknowledged before me this ____ day of February, 1996 by Stephen E. Brandon, as Vice President of Urban Approach, Inc., a Florida corporation, the sole General Partner of Colonial Mills, Ltd., a Florida limited partnership, on behalf of the limited partnership.

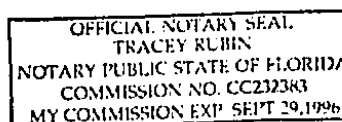
Tracey Rubin
Notary Public - State of Florida

My Commission Expires:



(Seal)

CML/cert



A96000000360

Colonel Mills LLC
Requestor's Name
5701 Biscayne Blvd
Address
Miami FL 33155
City/State/Zip Phone #

5/10/01 5:12:45
-08/27/95--01080--012
****210.00 ****35.00

Office Use Only

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

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SH 2/3

ALL INFORMATION CONTAINED
HEREIN IS UNCLASSIFIED

DATE 11/9/29

FILED

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Limited Partnership
Colonial Mills, Ltd.
2. The mailing address of the corporation is: 5761 Bird Road
Miami, Fl. 33155
3. Date of incorporation/qualification: _____ Document number: _____
4. The name and address of the current registered agent and office:

Stephen E. Brandon
3225 Aviation Ave., Suite 700
Coconut Grove, Fl. 33133

5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Stephen E. Brandon
5761 Bird Road
Miami, Fl. 33155

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

W.E. Brandon 8/21/96
(Signature of an officer, chairman or vice chairman of the board) (Date)

W.E. Brandon
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

SE Brandon
(Signature of Registered Agent)

8/21/96
(Date)

If signing on behalf of an entity:

Stephen E. Brandon
(Typed or Printed Name)

(Capacity)