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DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP

NAME: WESTGATE ASSOCIATES, LTD
FAX AUDIT NUMBER: H96000004932 CURRENT STATUS: REQUESTED
DATE REQUESTED: 04/05/1996 TIME REQUESTED: 15:02:05
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$148.75 ACCOUNT NUMBER:
072262000447

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WESTGATE ASSOCIATES, LTD.

AFFIDAVIT AND CERTIFICATE OF
LIMITED PARTNERSHIP

THIS AFFIDAVIT AND CERTIFICATE OF LIMITED PARTNERSHIP was made on of the 4 day of April, 1996, by and among WOMEN SERVICE NETWORK, INC., a Florida nonprofit corporation (hereinafter referred to as the "General Partner"), with offices at 25 West 23rd Street, Riviera Beach, Florida 33404, and ANNE HARVIN (hereinafter referred to as a "Limited Partner"), with offices at 25 West 23rd Street, Riviera Beach, Florida 33404.

WITNESSETH:

In consideration of the mutual covenants hereinafter set forth, the parties hereto agree as follows:

1. Formation of Limited Partnership.

The Partners hereby form a Limited Partnership under and pursuant to the Florida Revised Uniform Limited Partnership Act (1986).

2. Name of Partnership and General Partner.

The name of the Partnership shall be WESTGATE ASSOCIATES, LTD. and the name and address of the General Partner is Woman Service Network, Inc., 25 West 23rd Street, Riviera Beach, Florida 33404. n34189

3. Principal Office and Place of Business; Agent for Service of Process.

The principal office, place of business and mailing

Prepared By:
Bradley C. Jefferies, c/o The Community Partners
1212 New York Ave., N.W., Suite 475
Washington, DC 20005 Phone: (202) 289-4504

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address of the Limited Partnership shall be located at Woman Service Network, Inc., with offices at 25 West 23rd Street, Riviera Beach, Florida 33404, or at such other location as may be designated by the General Partner by giving notice thereof to the Limited Partners. The agent for service of process upon the Limited Partnership is CORPORATION SERVICE COMPANY, 1201 Nays Street, Tallahassee, Florida 32301 (POC: Laura R. Dunlap/800-342-8086), or such successors as may from time to time be designated by the General Partner.

4. Term.

(a) The term of the Partnership shall commence on the day and year when the Partnership has been officially registered with the Secretary of State and shall terminate and be dissolved upon the first to occur of the following events:

(i) The sale or other disposition (other than a transfer to a nominee of the Partnership or any other transfer expressly permitted hereunder) of all or substantially all of the assets of the Partnership.

(ii) December 31, 2050, unless the Partners agree in writing at the time to extend the term of the Partnership.

(iii) The mutual written agreement of all of the Partners to terminate and dissolve the Partnership.

(iv) The happening of any other prior event which, pursuant to the terms and provisions of this Agreement, shall cause a termination and dissolution of the Partnership.

(b) Upon a termination of the Partnership, the

distribution of Partnership assets and the winding up of its affairs shall be conducted in accordance with the provisions of this Agreement.

5. Capital Contributions.

The total amount contributed and anticipated to be contributed is as follows:

General Partner:

Woman Service Network, Inc. \$10.00

Limited Partner:

Anne Harvin \$90.00

IN WITNESS WHEREOF, the parties hereto have executed this Certificate and Affidavit of Limited Partnership and certify as to its contents.

GENERAL PARTNER:

WOMEN SERVICE NETWORK, INC.

By: Anne M. Harvin
Anne Harvin
Its: Executive Director

LIMITED PARTNER:

Anne M. Harvin
ANNE HARVIN

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: WENTWATE ASSOCIATES, LTD.

2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY
 (Name)
1201 HAYS STREET
 (P.O. Box NOT acceptable)
TALLAHASSEE, FL, 32301
 (City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE Laura R. Dunlap
 CORPORATION SERVICE COMPANY
 LAURA R. DUNLAP, AS AGENT
 DATE APRIL 4, 1996

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

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