

1201 HAYS STREET
TALLAHASSEE, FL 32310
904-223-0070
904-223-0111

800-142-8086

A96000000728



ACCOUNT NO. : 072100000032
REFERENCE : 906424 4327020
AUTHORIZATION :
COST LIMIT : \$ PREPAID

RECEIVED
SECRETARY OF CORPORATION
DIVISION OF CORPORATION
96 APR -4 AM 10:54

ORDER DATE : April 3, 1996
ORDER TIME : 2:32 PM
ORDER NO. : 906424
CUSTOMER NO: 4327020
CUSTOMER: Michael L. Duffy, Esq.
ALLEY, MAASS, ROGERS &
LINDSAY, P.A.
321 Royal Poincianna Pl.
Palm Beach, FL 33480

J. TAX _____
FILING 1750.00
R. AGENT FEE 95.00
C. COPY _____
TOTAL 1785.00
N. STATE _____
EX. STATE _____
FUND _____

100001785501
-04/18/96--01049--011
*****35.00 *****35.00

~~W 96000000728~~
100001785501
-04/18/96--01049--012
***1750.00 ***1750.00

DOMESTIC FILING

NAME: THE HICKMAN FAMILY LIMITED
PARTNERSHIP

EFFECTIVE DATE: APRIL 3, 1996

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: Victoria L. Perez
EXAMINER'S INITIALS: BK

RECEIVED
96 APR -4 AM 9:31
DIVISION OF CORPORATION

4/16/96

CERTIFICATE OF LIMITED PARTNERSHIP
THE HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

THIS CERTIFICATE is issued on the 21 day of March, 1996 with respect to the agreement of THE HICKMAN FAMILY LIMITED PARTNERSHIP ("the partnership")

FILED STATE
SECRETARY OF CORPORATIONS
95 APR -4 AM 10:54

1. Name: The partnership's name is **THE HICKMAN FAMILY LIMITED PARTNERSHIP**.

2. Partnership's Business Address: The partnership's business address is:

135 Chilean Avenue
Palm Beach, Florida 33480

3. Partnership's Business: The partnership's business is owning and managing real and personal property and any other legal business under the laws of the State of Florida, whether related or not to its ongoing business.

4. Registered Agent: The name and mailing address of the partnership's registered agent is:

MICHAEL L. DUFFY, ESQUIRE
c/o Alley, Maass, Rogers & Lindsay, P.A.
321 Royal Poinciana Plaza, South
Palm Beach, Florida 33480

5. Mailing Address: The mailing address of the office at which the records are kept is:

THE HICKMAN FAMILY LIMITED PARTNERSHIP
c/o Alley, Maass, Rogers & Lindsay, P.A.
321 Royal Poinciana Plaza South
Palm Beach, Florida 33480

6. Partners: The name, address and ownership percentage of the General Partner is:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480

7. Dissolution The latest date upon which this Limited Partnership is to be dissolved is January 1, 2016

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

Signed this 21 day of MARCH, 1996.

Minnie C. Hickman
MINNIE C. HICKMAN/General Partner

FILED STATE
SECRETARY OF
CORPORATIONS
APR - 4 AM 10:54

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21 day of MARCH 1996, by MINNIE C. HICKMAN, who is the General Partner of THE HICKMAN FAMILY LIMITED PARTNERSHIP. She is personally known to me or has produced _____ as identification.

Carol A. Caffrey

NOTARY PUBLIC

State of

Comm. No.

Comm. expires

OFFICIAL NOTARY SEAL
CAROL A. CAFFEY
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC245604
MY COMMISSION EXP. DEC. 10, 1996

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

THE UNDERSIGNED, constituting all the General Partners of **THE HICKMAN FAMILY LIMITED PARTNERSHIP**, a Florida Limited Partnership, certify.

The amount of capital contribution to date of the Limited Partners is None.

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals Five Million and 00/100 Dollars (\$5,000,000.00).

Signed this 21 day of March, 1996.

FURTHER AFFIANT SAYETH NAUGHT.

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

Minnie C. Hickman
MINNIE C. HICKMAN/General Partner

STATE OF FLORIDA

COUNTY OF PAUM BEACH

The foregoing instrument was acknowledged before me this 21 day of MARCH 1996, by MINNIE C. HICKMAN, who is the General Partner of THE HICKMAN FAMILY LIMITED PARTNERSHIP. She is personally known to me or has produced _____ as identification.

Carol A. Caffrey
NOTARY PUBLIC
State of
Comm. No.
Comm. expires

RECEIVED
DIVISION OF
96 APR -6 AM 10:54

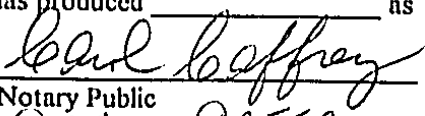
Acceptance of Designation

The undersigned, MICHAEL L. DUFFY hereby accepts the designation of himself as registered agent for this Florida limited partnership and agrees to serve in compliance with all applicable Florida Statutes.


MICHAEL L. DUFFY

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15 day of April, 1996, by MICHAEL L. DUFFY who is the registered agent of THE HICKMAN FAMILY LIMITED PARTNERSHIP. He is personally known to me or has produced _____ as identification.


Notary Public

CAROL CAFFREY
Notary Public Printed

My Commission Number:

My Commission Expires:

OFFICIAL NOTARY SEAL CAROL A. CAFFREY NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC245604 MY COMMISSION EXP. DEC. 10, 1996

800-342-8086

1201 HAYS STREET
TULAHASSEE, OK 74101-2101
(918) 436-0031 X
800-342-8086

A960000000728



**PRESENT HALL,
LOCAL & FINANCIAL SERVICES**

ACCOUNT NO. : 072100000032

REFERENCE : 190108 1024B

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 16, 1996

ORDER TIME : 2:25 PM

ORDER NO. : 190108-005

CUSTOMER NO: 1024B

CUSTOMER: Mr. Michael Duffy
Alley Maass Rogers & Lindsay,
Suite 404
1600 S.e. 17th Street
Fort Lauderdale, FL 33316

G. TAX _____
FILING 54.50
R. ADDED FEE _____
" COPY _____
ay, _____
TOTAL 54.50
4. BANK _____
AMOUNT DUE _____

FILED
SECRETARY OF CORPORATIONS
DIVISION
96 DEC 18 PM 4:08

DOMESTIC AMENDMENT FILING

NAME: THE HICHMAN FAMILY LIMITED
PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

RECEIVED
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 16 PM 4:09
DIVISION OF CORPORATIONS
96 DEC 16 PM 4:09

12/16/96⁰⁹
IALS: B/C

**AMENDED
CERTIFICATE OF LIMITED PARTNERSHIP
THE HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

FILED STATE
SECRETARY OF
DIVISION OF CORPORATIONS
96 DEC 16 PM 4:09

THIS CERTIFICATE is executed on the 11 day of December, 1996 with respect to the agreement of THE HICKMAN FAMILY LIMITED PARTNERSHIP ("the Partnership").

1. Name. The Partnership's name is THE HICKMAN FAMILY LIMITED PARTNERSHIP.
2. Date of Filing the Original Certificate of Limited Partnership. April 4, 1996.
3. Amendment to the Certificate of Limited Partnership. (a) The name, address and ownership percentage of the General Partner shall be changed *from*:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480
(1%)

to:

CASSAT ENTERPRISES, INC.
249 Monterey Road
Palm Beach, Florida 33480
(1%)

P96000037051

(b) In order to document that certain gifts that were made by the Limited Partner on December 11, 1996, the names, addresses and ownership percentages of the Limited Partner shall be changed *from*:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480
(99%)

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

to:

MINNIE C. HICKMAN
135 Chilean Avenue
Palm Beach, Florida 33480
(59.5959595%)

MIMI JAMES HALSEY
136 E. 56th Street
New York, NY
(3.33670033%)

CHARLES DAY (TERRY) HALSEY III
136 E. 56th Street
New York, NY
(3.33670033%)

ALEXANDRA VERINI
136 E. 56th Street
New York, NY
(3.33670033%)

GREGORY W. VERINI
136 E. 56th Street
New York, NY
(3.33670033%)

MARY JAMES
63 Olive Avenue
Larkspur, CA
(3.33670033%)

JEREMY JOHNSTON
63 Olive Avenue
Larkspur, CA
(3.33670033%)

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 DEC 16 PM 4:09

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

ROBIN CASSATT JOHNSTONE
63 Olive Avenue
Larkspur, CA
(3.33670033%)

MOLLY ROSE JOHNSTONE
63 Olive Avenue
Larkspur, CA
(3.33670033%)

ROSALIE STEVENS
Cyprus Point
Palm Beach, Gardens
(3.33670033%)

GEOFFREY STEVENS
Cyprus Point
Palm Beach, Gardens
(3.33670033%)

CASSANDRA L. STEVENS
Cyprus Point
Palm Beach, Gardens
(3.33670033%)

FILED
SECRETARY OF CORPORATIONS
DIVISION
96 DEC 16 PM 4:09

AMENDED CERTIFICATE OF LIMITED PARTNERSHIP
HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP

AMANDA J. STEVENS
Cyprus Point
Palm Beach, Gardens
(3.33670033%)

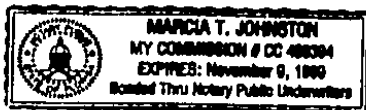
FILED STATE
SECRETARY OF CORPORATIONS
96 DEC 16 PM 1:09

Minnie C. Hickman

MINNIE C. HICKMAN/General Partner, President
CASSAT ENTERPRISES, INC.

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 14th day of December, 1996, by MINNIE C. HICKMAN who is the General Partner of THE HICKMAN FAMILY LIMITED PARTNERSHIP. MINNIE C. HICKMAN is personally known to me or has produced Passport as identification.



Marcia T. Johnston
Notary Public
MARCIA T. Johnston
Notary Public Printed
My Commission Number:
My Commission Expires:

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607
904-222-9171
904-222-0191 FAX

800-342-8086



networks

PROVIDING
LEGAL & FINANCIAL SERVICES

A96000000728

ACCOUNT NO. : 072100000032

REFERENCE : 205285 4327828

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 30, 1996

ORDER TIME : 2:04 PM

ORDER NO. : 205285-005

CUSTOMER NO: 4327828

CUSTOMER: Michael L. Duffy, Esq
Alley Maass Rogers & Lindsay,
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 30 AM 8:31

DOMESTIC AMENDMENT FILING

300002048763---0
-01/07/97--01111--006
*****52.50 *****52.50

NAME: THE HICKMAN FAMILY LIMITED
PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

G. TAX _____
FILING 52.50
R. AGENT FEE _____
C. COPY _____
TOTAL 52.50
N. BANK _____
BALANCE DUE _____
(PRINT) _____

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
96 DEC 30 PM 3:22
DIVISION OF CORPORATIONS
12/30/96

**SECOND AMENDED
CERTIFICATE OF LIMITED PARTNERSHIP
THE HICKMAN FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
96 DEC 30 AM 8:31

THIS CERTIFICATE is executed on the 24 day of December, 1996 with respect to the agreement of THE HICKMAN FAMILY LIMITED PARTNERSHIP ("the Partnership").

1. Name. The Partnership's name is THE HICKMAN FAMILY LIMITED PARTNERSHIP.
2. Date of Filing the Original Certificate of Limited Partnership. April 4, 1996.
3. Amendment to the Certificate of Limited Partnership. (a) To correct a scrivener's error the General Partner's name and address shall be changed *from*:

CASSAT ENTERPRISES, INC.
A Florida Corporation
249 Monterey Road
Palm Beach, Florida 33480

to:

CASSATT ENTERPRISES, INC.
A Florida Corporation
135 Chilean Avenue
Palm Beach, Florida 33480

- (b) To correct a scrivener's error JEREMY JOHNSTONE's name shall be changed *from*:

JEREMY JOHNSTON
63 Olive Avenue
Larkspur, CA

to:

JEREMY JOHNSTONE
63 Olive Avenue
Larkspur, CA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 30 AM 8:31

CASSATT ENTERPRISES, INC.

Minnie C. Hickman
MINNIE C. HICKMAN
its: President

STATE OF FLORIDA)
)SS
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 24th day of December, 1996, by MINNIE C. HICKMAN who is the President of CASSATT ENTERPRISES, INC, the General Partner of THE HICKMAN FAMILY LIMITED PARTNERSHIP. MINNIE C. HICKMAN is personally known to me or has produced Barber's License as identification.

Barbara D. Rizzo
Notary Public

BARBARA D. RIZZO
Notary Public Printed

My Commission Number:

My Commission Expires:

