

A960000000 938

Bernard S. Peck
Member FL, CT & NY Bars

Daniel D. Peck
Member FL & CT Bars

Kent A. Skrivan
J.D., LL.M. in Taxation

Antonio Faga
Member FL & NY Bars

Peck, Skrivan & Faga
Attorneys at Law

Suite 103, First Union Building
5801 Pelican Bay Boulevard
Naples, Florida 33963

FILED

MAY 20 AM 9:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Telephone
(941) 566-3600

Telecopier
(941) 566-3977

May 16, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RECEIVED
MAY 21 1996
OFFICE OF THE SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Florida Beach Vacations, Ltd.

Gentlemen:


We enclose herewith for filing the original Certificate of Limited Partnership for Florida Beach Vacations, Ltd., and the Affidavit of Capital Contributions.

We also enclose our check to your order in the amount of \$1,793.75, representing the limited partnership filing fee of \$1,750.00, resident agent fee of \$35 and the fee for the Certificate of Good Standing in the amount of \$8.75.

Please send the Certificate of Good Standing for Florida Beach Vacations, Ltd. to the undersigned.

Thank you for your attention to this matter.

Sincerely,


Daniel D. Peck

DDP:jfm

Encs.

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Name	
Availability	KWM
Document Examiner	KWM
Updater	KWM
Updater	KWM

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STATE OF FLORIDA
TALLAHASSEE

CERTIFICATE OF LIMITED PARTNERSHIP FOR
FLORIDA BEACH VACATIONS, LTD.
A FLORIDA LIMITED PARTNERSHIP

The name of the limited partnership is Florida Beach Vacations, Ltd., a Florida limited partnership.

The name and address (and office) of the agent for service of process for the limited partnership is Franz J. Rosinus, 25151 Pennyroyal Drive, Bonita Springs, Florida 33923.

The sole general partner of the limited partnership is Florida Anguilla Corp., a Florida corporation, 25151 Pennyroyal Drive, Bonita Springs, Florida 33923.

The mailing address and address for the limited partnership is 25151 Pennyroyal Drive, Bonita Springs, Florida 33923.


The latest date on which the limited partnership is to dissolve is December 31, 2025.

An affidavit of capital contributions is attached hereto for the limited partners.

The above is true and accurate and executed on February 23, 1996.

FLORIDA BEACH VACATIONS, LTD.

By:


FRANZ J. ROSINUS

President of sole general
partner Florida Anguilla Corp.
a Florida corporation

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
FLORIDA BEACH VACATIONS, LTD.
a Florida Limited Partnership

STATE OF FLORIDA
COUNTY OF COLLIER

I, FRANZ J. ROSINUS, being duly sworn, declare that I am President of Florida Anguilla Corp., a Florida corporation, sole general partner of Florida Beach Vacations, Ltd., am over the age of twenty-one years and understand the obligations of an oath.

The capital contributions by the limited partners in Florida Beach Vacations, Ltd., are as follows.

<u>LIMITED PARTNERS</u>	<u>CAPITAL CONTRIBUTION</u>
Dr. Dirk Neveling	\$200,000
Florida Beach Investments, Ltd.	\$ <u>50,000</u>
TOTAL LIMITED PARTNER CONTRIBUTIONS	\$250,000

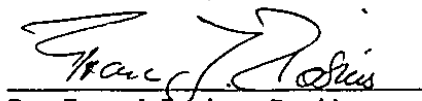
The capital contribution by the sole general partner is as follows.

<u>GENERAL PARTNER</u> <u>CONTRIBUTION</u>	<u>CAPITAL</u>
Florida Anguilla Corp.	\$ <u>0</u>
TOTAL CONTRIBUTIONS	\$250,000

No other capital contribution to be contributed.

The above is true and accurate.

Florida Beach Vacations, Ltd.



By: Franz J. Rosinus, President
Sole General Partner
Florida Anguilla Corp.

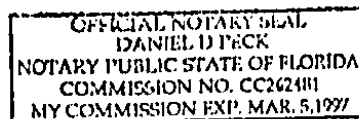
SUBSCRIBED TO and sworn before me by FRANZ J. ROSINUS, to me personally known, who appeared before me and who did take an oath this 33 day of February, 1996.

Daniel D. Peck
Notary Public

Daniel D. Peck
Printed Name of Notary

My Commission Expires:

c:\jo\ddp\real estate\florida beach vacations. lid\florida beach vacations affidavit of exp. contribution.doc



A 96000000938

EURO-AMERICAN CONSULTING, INC.
4001 Tamiami Trail North, Suite 265, Naples, FL 34103
Tel (941) 425-0447, Fax (941) 35-1138

Naples, October 11, 1996

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Florida Beach Vacation Ltd.

Dear Sirs:

Please note that the mailing address of the above mentioned company has changed and will be as follows:

c/o Euro-American Consulting, Inc.
4001 Tamiami Trail North
Suite 265
Naples, FL 34103

Sincerely,

EURO-AMERICAN CONSULTING, INC.



Rainer N. Filthaut

sf 10/15

A96000000938

BAUR, MILLER & WEBNER, P.A.

ATTORNEYS AT LAW

January 27, 1997

THOMAS BAUR, J.D., M.C.L., J.C.B.
ADMITTED IN FLORIDA AND IN THE
FEDERAL REPUBLIC OF GERMANY

REBECCA M. MILLER, J.D.

DALE F. WEBNER, J.D.

FREDERICK WOODBRIDGE, JR., J.D.

LIC. EN. DENECHS (MADRID, SPAIN)

CHRISTOPHER J. KLEIN, J.D.

MARTIN L. HUDET, J.D.

ALEXANDER REUS, J.D. (GERMANY), J.D. (LL.M.)
ADMITTED IN FLORIDA, NEW YORK AND THE
DISTRICT OF COLUMBIA

OF COUNSEL

PROF. WILLIAM H. NEWTON, III, J.D.

JEFFREY A. BERNSTEIN, J.D.

DAVID M. BERGER, J.D.

J. ALEXANDER BÜNGER, J.D. (GERMANY)
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(baur@bshadow.net)

fredw@netrunner.net

73312 2334@compuserve.com

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Florida Beach Vacations Ltd.
Annual Report and Certificate of Amendment
of Certificate of Limited Partnership
(Change of General Partner)
Our File No. 2316.002

Dear Secretary of State:

Enclosed please find the Annual Report of the above referenced limited partnership together with a Certificate of Amendment, as well as the withdrawal of the former General Partner as General Partner of this Limited Partnership together with the corporate action authorizing such withdrawal. Enclosed also is a check in the amount of \$576.25 as well your previous letter of January 17, 1997.

Please contact the undersigned if you have any questions or comments concerning this matter.

Sincerely yours,

Alexander Reus
Alexander Reus

AR/hb
encl.

C. TAX 35.00
FILING 35.00
R. AGENT FEE
C. COPY
TOTAL 35.00
N. BANK
BALANCE DUE
REFUND

A96-938

KWM

4-11

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 AM 11:58

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****576.25 ****35.00
300002144693-2
-04/16/97--01037--003
*****17.50 *****17.50

BAUR, MILLER & WEBNER, P.A.

ATTORNEYS AT LAW

THOMAS BAUR JD MCL JCR
ADMITTED IN FLORIDA AND IN THE
FEDERAL REPUBLIC OF GERMANY

REBECCA M. MILLER JD

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LIC EN DERECHO MADRID SPAIN

CHRISTOPHER J. KLEIN JD

KARIN L. HUGET JD

ALEXANDER REUS JD (GERMANY) JD LL.M.
ADMITTED IN FLORIDA, NEW YORK AND THE
DISTRICT OF COLUMBIA

April 4, 1997

OF COUNSEL

PROF. WILLIAM H. NEWTON, III JD

JEFFREY A. BERNSTEIN JD

DAVID S. REIDEN JD

J. ALEXANDER BURGER JD (GERMANY)
ADMITTED IN THE FEDERAL REPUBLIC OF
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7331R 23346@compuserve.com

Florida Department of State
Division of Corporations
Att.: Kenny Manning
Corporate Specialist
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 AM 11:58

Re: Florida Beach Vacations Ltd.
Reference Number A96000000938
Letter Number 797A00015807
Our File No. 2316.002

Dear Mr. Manning:

Enclosed please find the originally executed Certificate of Amendment concerning the above referenced limited partnership. Enclosed also please find a check in the amount of \$17.50 for the filing of this document according to the balance reported in your March 28, 1997 letter.

Please contact me if you have any further questions.

Sincerely yours,


Alexander Reus

AR/hb
encl.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1997

BAUR, MILLER & WEBNER, P.A./ATTN: ALEXANDER REUS
21ST FLOOR, NEW WORLD TOWER
100 NORTH BISCAYNE BLVD.
MIAMI, FL 33132-2306

SUBJECT: FLORIDA BEACH VACATIONS, LTD
Ref. Number: A96000000938

We have received your document for FLORIDA BEACH VACATIONS, LTD and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is a balance due of \$17.50.

The document must include original signatures.

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) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 797A00015807

Certificate of Amendment
to
Certificate of Limited Partnership
of
FLORIDA BEACH VACATIONS, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 AM 11:58

Pursuant to the provisions of section 620.109, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on 05/20/1996, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST: Article II, Section 2.4. is hereby amended to reflect a change in the Registered Agent from: Franz J. Rosinus
25151 Pennyroyal Drive
Bonita Springs, Florida 33923

to: Rainer Filthaut c/o Euro-American Consulting, Inc.
4001 Tamiami Trail North, #265
Naples, Florida 34103;

SECOND: Article III, Section 3.1 is hereby amended to reflect a change in the General Partner from: Florida Anguilla Corp., a Florida corporation
25151 Pennyroyal Drive
Bonita Springs, Florida 33923

to: International General Partner, Inc., a Florida corporation - P940000
4001 Tamiami Trail North, #265 98792
Naples, Florida 34103.

THIRD: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

FOURTH: A copy of the withdrawal of the former General Partner and the corporate action authorizing such is attached hereto.

OLD GENERAL PARTNER:

Franz J. Rosinus PRES.
Franz J. Rosinus, President
Florida Anguilla Corporation, a Florida corporation

NEW GENERAL PARTNER:

Winfried Horstenkamp
Winfried Horstenkamp, President
International General Partner, Inc., a Florida corporation

A96000000938

BAUR, MILLER & WEBNER, P.A.

ATTORNEYS AT LAW

January 27, 1997

THOMAS BAUR, J.D., M.C., J.C.B.
ADMITTED IN FLORIDA AND IN THE
FEDERAL REPUBLIC OF GERMANY

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INSTITUTE OF COLUMBIA

OF COUNSEL

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21ST FLOOR NEW WORLD TOWER
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TELEPHONE (305) 377-3581

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Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Florida Beach Vacations Ltd.
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of Certificate of Limited Partnership
(Change of General Partner)
Our File No. 2316.002

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Sincerely yours,

Alexander Reus
Alexander Reus

AR/hb
encl.

C. TAX	35.00
FILING	
R. AGENT FEE	
C. COPY	25.00
TOTAL	
N. BANK	
BALANCE DUE	
REFUND	

A96-938

KWM

4-11

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CHRISTOPHER J. KLEIN, J.D.

KARIN L. HUGET, J.D.

ALEXANDER REUS, J.D. (GERMANY), J.D., LL.M.
ADMITTED IN FLORIDA, NEW YORK AND THE
DISTRICT OF COLUMBIA

April 4, 1997

OF COUNSEL

PROF. WILLIAM H. NEWTON III, J.D.

JEFFREY A. BERNSTEIN, J.D.

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Florida Department of State
Division of Corporations
Att.: Kenny Manning
Corporate Specialist
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 11 AM 11:58

Re: Florida Beach Vacations Ltd.
Reference Number A96000000938
Letter Number 797A00015807
Our File No. 2316.002

Dear Mr. Manning:

Enclosed please find the originally executed Certificate of Amendment concerning the above referenced limited partnership. Enclosed also please find a check in the amount of \$17.50 for the filing of this document according to the balance reported in your March 28, 1997 letter.

Please contact me if you have any further questions.

Sincerely yours,



Alexander Reus

AR/hb
encl.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 28, 1997

BAUR, MILLER & WEBNER, P.A./ATTN: ALEXANDER REUS
21ST FLOOR, NEW WORLD TOWER
100 NORTH BISCAYNE BLVD.
MIAMI, FL 33132-2306

SUBJECT: FLORIDA BEACH VACATIONS, LTD
Ref. Number: A96000000938

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Kenny Manning
Corporate Specialist

Letter Number: 797A00015807

Certificate of Amendment
to
Certificate of Limited Partnership
of
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to Rainer Filthaut c/o Euro-American Consulting, Inc.
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Winfried Horstenkamp
Winfried Horstenkamp, President
International General Partner, Inc., a Florida corporation