

# A96000001258

Requester's Name  
 CORPORATION ACCOUNTS, INC.  
 11160 THOMASVILLE RD  
 TALLAHASSEE, FL 32303  
 (904) 222-2666

City/State/Zip

*Chen*  
 Phone #

Office Use Only

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

1 *Roth Family Partnership, Ltd.*  
 (Corporation Name) (Document #)

2 (Corporation Name) (Document #)

3 (Corporation Name) (Document #)

4 (Corporation Name) (Document #)

☒ Walk in  
☐ Mail out

☒ Pick up time *7/2/96*  
☐ Will wait

☐ Photocopy

☒ Certified Copy  
☐ 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"/>	Trademark Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Rec statement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*File Second*

U. TAX \_\_\_\_\_  
 FILING *1-7-96*  
 R AGENT FEE \_\_\_\_\_  
 COPY \_\_\_\_\_  
 TOTAL *15.75*  
 PAY BY \_\_\_\_\_  
 BALANCE DUE \_\_\_\_\_  
 CASH \_\_\_\_\_

Examiner's Initials *1/1*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ROBERT T. ROTH FAMILY PARTNERSHIP, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, the undersigned, desiring to form a limited partnership, hereby state the following

ROBERT T.

- 1 The name of the Partnership is **ROTH FAMILY PARTNERSHIP, LTD**
- 2 The character of the business to be conducted by the Partnership is to engage in the business of investing in and operating various businesses in the United States of America and for any other lawful business activity
- 3 The location and mailing address of the principal place of business of the Partnership is 255 S. Orange Avenue, Suite 888, Orlando, Florida 32802
- 4 The term for which the Partnership is to exist shall commence on the date this Certificate of Limited Partnership is filed, and shall continue until the close of business on December 31, 2050, unless sooner terminated by the General Partner or pursuant to the terms and conditions of the Limited Partnership Agreement.
5. The name, place of business, units and percentage of shares of the sole General Partner is:

<u>Units</u>	<u>Percentage Owned</u>
<i>PA60130056031</i> ROBERT T. ROTH CORPORATION <sup>4</sup> 255 S. Orange Avenue, Suite 888 Orlando, Florida 32802	4%

6. The names, places of business, number of units and percentage share of the Limited Partners are:

	<u>Units</u>	<u>Percentage Owned</u>
Heather Menchel 674 Grand Avenue Rochester, New York 14609	24	24%
Michael R. Roth 120 Woodridge Crossing Henrietta, NY 14467	24	24%
Jenean M. McDuffie 2685 Kendall Avenue Kissimmee, FL 34744	24	24%
Rene T. Roth 171 Klink Road Rochester, NY 14625	24	24%

7. The General Partner shall be required to make an initial capital contribution of cash in the total amount of \$400.00.

8. The Limited Partners shall be required to make an initial total capital contribution of cash in the total amount of \$9,600.

9. The Limited Partners shall be required to make additional capital contributions upon call by the General Partner.

10. The Limited Partners shall not be entitled to the return of its capital contributions except by virtue of distributions pursuant to the Partnership Agreement or upon dissolution of the Partnership.

11. The share of the profits or other compensation by way of income which the Limited Partners shall receive by reason of its initial capital contribution is a total of ninety-six percent (96%) divided among the Limited Partners in accordance with Paragraph 6 above.

12. The Limited Partners have the right to substitute an assignee of its Partnership interest as a contributor in its place only with the written consent of the General Partner and the other Limited Partners and upon the following terms and conditions: executing an instrument of assignment and filing same with the General Partner, obtaining the consent of all the Limited Partners, executing any additional instruments the General Partner deems necessary and paying to the General Partner all costs involved in making this amendment.

13. The General Partner has the right, with the consent of the Limited Partners, to admit additional Limited Partners.

14. Upon adjudication of bankruptcy or filing of a petition under the Federal Bankruptcy Act, withdrawal or removal of the General Partner, or the death or adjudication of incompetency of the General Partner, the Partnership will be dissolved unless within sixty (60) days after such event the Limited Partners elect to continue the business of the Partnership and select a substitute General Partner who agrees in writing to accept such selection.

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed pursuant to the terms of the Partnership Agreement partnership property distributed in kind.

16. The Limited Partners have granted to the General Partner a power of attorney to file an Amended of Limited Partnership when and if necessary.

17. The General Partner and Limited Partners agree that this Certificate of Limited Partnership of Robert T. Roich Family Partnership, Ltd. may be executed in any number of counterparts, each of which, when executed, shall be deemed to be an original and all of which together shall be deemed to be one and the same instrument

IN WITNESS WHEREOF, we have hereunto set our hands this 28 day of May, 1996, effective as of the date of filing with the Florida Secretary of State.

ROBERT T. ROTH CORPORATION  
a Florida corporation, as General Partner

By: [Signature]  
Robert T. Roth, President

"Limited Partners"

[Signature]  
HEATHER MENCHIEL

[Signature]  
MICHAEL R. ROTH

JENEAN M. MCDUFFIE

[Signature]  
RENE T. ROTH

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28 day of May, 1996, by Robert T. Roth, as President of \_\_\_\_\_ Corporation, a Florida corporation, on behalf of the corporation, [☒] who is personally known to me or [☐] who has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: Lenora L. Russ  
Print: Lenora L. Russ  
State of Florida at Large (Seal)  
My Commission Expires: 7-12-99



LENORA L. RUSS  
My Commission Ex. 636040  
Expires Jul. 12, 1999

06/24

IN WITNESS WHEREOF, we have hereunto set our hands this 28<sup>th</sup> day of June, 1996, effective as of the date of filing with the Florida Secretary of State.

ROBERT T. ROTH CORPORATION  
a Florida corporation, as General Partner

By: \_\_\_\_\_  
Robert T. Roth, President

"Limited Partners"

\_\_\_\_\_  
HEATHER MENCHEL

\_\_\_\_\_  
MICHAEL R. ROTH

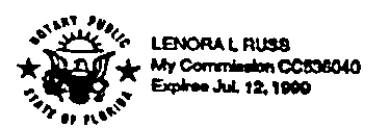
\_\_\_\_\_  
JENEAN M. MCDUFFIE

\_\_\_\_\_  
RENE T. ROTH

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of June, 1996, by Robert T. Roth, as President of Roth Corporation, a Florida corporation, on behalf of the corporation, [ ☒ ] who is personally known to me or [ ☐ ] who has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:  
Sign: \_\_\_\_\_  
Print: Lenora L. Russ  
State of Florida at Large (Seal)  
My Commission Expires:



STATE OF New York  
COUNTY OF Albany

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of April, 1996, by Heather Menchel, who [☒] is personally known to me or [☐] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_  
Print: \_\_\_\_\_  
State of \_\_\_\_\_ at Large (Seal)  
My Commission Expires: \_\_\_\_\_

STATE OF New York  
COUNTY OF Albany

JERRY R. GREENFIELD  
Notary Public in the State of New York  
ALBANY COUNTY  
Commission Expires May 31, 1996

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of April, 1996, by Michael R. Roth, who [☒] is personally known to me or [☐] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_  
Print: \_\_\_\_\_  
State of \_\_\_\_\_ at Large (Seal)  
My Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF \_\_\_\_\_

JERRY R. GREENFIELD  
Notary Public in the State of New York  
ALBANY COUNTY  
Commission Expires May 31, 1996

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 1996, by Jenean M. McDuffie, who [☐] is personally known to me or [☐] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_  
Print: \_\_\_\_\_  
State of Florida at Large (Seal)  
My Commission Expires: \_\_\_\_\_

copy

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 1996, by Heather Menchel, who [ ] is personally known to me or [ ] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_  
Print: \_\_\_\_\_  
State of \_\_\_\_\_ at Large (Seal)  
My Commission Expires: \_\_\_\_\_

APR 12 1996  
NOTARY PUBLIC  
LENORA L. RUSS

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 1996, by Michael R. Roth, who [ ] is personally known to me or [ ] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_  
Print: \_\_\_\_\_  
State of \_\_\_\_\_ at Large (Seal)  
My Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 4th day of April, 1996, by Jenean M. McDuffie, who [✓] is personally known to me or [ ] has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: Lenora L. Russ  
Print: Lenora L. Russ  
State of Florida at Large (Seal)  
My Commission Expires: 7-12-99



LENORA L. RUSS  
My Commission CCS36040  
Expires Jul. 12, 1999



STATE OF Georgia  
COUNTY OF DeKalb

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of April  
1996, by Rene T Roth, who [☒] is personally known to me or [☐] has produced  
\_\_\_\_\_ as identification.

NOTARY PUBLIC:

Sign: \_\_\_\_\_

Print: \_\_\_\_\_

State of \_\_\_\_\_ at Large (Seal)

My Commission Expires: \_\_\_\_\_

JERRY R. GREENFIELD  
Notary Public in the State of New York  
MONROE COUNTY  
Commission Expires 22 May 21 1996

96 JUL -2 PM 2:56  
NOTARY PUBLIC  
JERRY R. GREENFIELD  
MONROE COUNTY

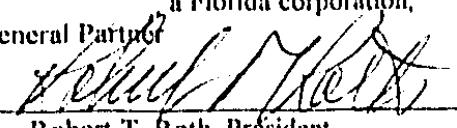
**LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION  
OF ROTH FAMILY PARTNERSHIP, LTD.  
ROBERT T.**

In compliance with Section 620.105, Florida Statutes, the following is submitted:  
Robert T.

First, that Roth Family Partnership, Ltd., with its place of business at 255 S. Orange Avenue, Suite 888, Orlando, Florida 32802, has named its General Partner, Roth Corporation, 255 S. Orange Avenue, Suite 888, Orlando, Florida 32802, as its agent to accept service of process within the State of Florida.

ROBERT T. ROTH FAMILY PARTNERSHIP, LTD.  
a Florida limited partnership

By ROBERT T. ROTH CORPORATION,  
its General Partner,  
a Florida corporation,

By:   
Robert T. Roth, President

Date: 5/28/96

Having been named to accept Service of Process for the above stated Limited Partnership, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

ROTH CORPORATION,  
a Florida corporation

By:   
Robert T. Roth, President

Date: 5/28/96

**AFFIDAVIT FOR CERTIFICATE OF  
LIMITED PARTNERSHIP OF ROTH FAMILY PARTNERSHIP, LTD.  
ROBERT T.**

**STATE OF FLORIDA  
COUNTY OF ORANGE**

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared Robert T. Roth, as President of Robert T. Roth Corporation, the General Partner of Roth Family Partnership, Ltd., ("Affiant"), who being first duly sworn, deposes and says: Robert T.

1. That the total contributed by the General Partner to Roth Family Partnership, Ltd. is as follows:

<u>General Partner</u>	<u>Amount</u>
ROBERT T. ROTH CORPORATION	\$400.00

2. That the anticipated total capital contribution by the Limited Partners to Roth Family Partnership, Ltd. is as follows:

<u>Limited Partner</u>	<u>Amount</u>
Heather Menchel	\$2,400.00
Michael R. Roth	\$2,400.00
Jenean M. McDuffie	\$2,400.00
Rene T. Roth	\$2,400.00

**FURTHER AFFIANT SAYETH NAUGHT.**

  
\_\_\_\_\_  
Robert T. Roth

Sworn to and subscribed before me  
this 28 day of May, 1996.

  
\_\_\_\_\_  
Notary Public



LENORA L. RUSS  
My Commission CC536040  
Expires Jul. 12, 1999

6 JUL -2 PM 2:56