

# A96000001287

City/State/Zip

Phone #

Office Use Only

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

- 1 Florida Shelf Project # 11  
(Corporation Name) (Document #)
- 2 Limited Partnership  
(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 checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Restatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

J. TAX \_\_\_\_\_  
 FILING 52502  
 R. AGENT FEE 35.00  
 C. COPY \_\_\_\_\_  
 TOTAL 87.50  
 V. BANK \_\_\_\_\_  
 BALANCE DUE \_\_\_\_\_  
 REFUND \_\_\_\_\_

Examiner's Initials

7/8/96  
M

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act<sup>2</sup> (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of FLORIDA SHELF #11 LIMITED PARTNERSHIP, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP.
2. The business address and the mailing address of the limited partnership is:  
c/o Ron Fenn, 7575 Dr. Phillips Boulevard, Suite 230, Orlando, Florida 32819.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Mr. Ron Fenn

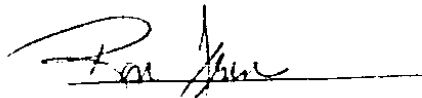
4. The Florida street address for the registered agent is:

7575 Dr. Phillips Boulevard, Suite 230  
Orlando, FL 32814

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP, at the place designated in this Certificate of Limited Partnership of FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

Mr. Ron Fenn,  
Registered Agent



Dated: July 2, 1996

6. The name and business address of the general partner is as follows:

FLORIDA SHELF GP #11, L.C.  
7575 Dr. Phillips Blvd., Suite 230,  
Orlando, Florida 32819

7. The latest date upon which the limited partnership is to dissolve is July 1, 2046.

IN WITNESS WHEREOF, the undersigned, being the sole General Partner, has executed the foregoing Certificate of Limited Partnership on the 1st day of July, 1996 in accordance with §620.114 of the Florida Statutes.

FLORIDA SHELF GP #11, L.C.  
a Florida limited liability company  
General Partner

By: Hearthstone Advisors, Inc.,  
a California corporation  
Manager, an authorized representative

By:   
Tracy T. Carver  
Senior Vice President

#### AFFIDAVIT

THE UNDERSIGNED, constituting the sole General Partner of FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP, a Florida limited partnership, hereby certifies as follows:

1. The amount of capital contribution to date of the limited partners is: \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.


FURTHER AFFIANT SAYETH NOT.

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

FLORIDA SHELF GP #11, L.C.,  
a Florida limited liability company  
General Partner

By: Hearthstone Advisors, Inc.,  
a California corporation  
Manager, an authorized representative

By:

  
Tracy T. Carver  
Senior Vice President

56 JUL -8 PM 1:22

SECRET  
NO FORN DISSEM  
EXCLUDED FROM AUTOMATIC  
DOWNGRADING AND  
DECLASSIFICATION

Requestor's Name: Florida Shelf Project # 11  
 Address: A960000  
 City/State/Zip: 01287  
 Phone #: \_\_\_\_\_  
 Office Use Only

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

1. Florida Shelf Project # 11  
 (Corporation Name) (Document #)  
 2. Limited Partnership  
 (Corporation Name) (Document #)  
 3. \_\_\_\_\_  
 (Corporation Name) (Document #)  
 4. \_\_\_\_\_  
 (Corporation Name) (Document #)

- ☒ Walk in  
☐ Mail out  
☐ Pick up time \_\_\_\_\_  
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OTHER FILINGS	
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<input checked="" type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILING 52.50  
 R. AGENT FEE \_\_\_\_\_  
 3. COPY \_\_\_\_\_  
 TOTAL 52.50  
 V. BANK \_\_\_\_\_  
 BALANCE DUE \_\_\_\_\_  
 FEUND \_\_\_\_\_

file 2m

SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 195 AUG 27 PM 3:56

Examiner's Initials: 8/21/96  
BH

CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP

RECEIVED  
CLERK OF THE  
SUPREME COURT  
JUL 27 04 35 PM '96

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), the undersigned, being the sole general partner of FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP, does hereby duly execute and file with the Florida Secretary of State this Certificate of Amendment to Certificate of Limited Partnership.

1. The name of the limited partnership is FLORIDA SHELF PROJECT #11 LIMITED PARTNERSHIP.
2. The date of filing of the original Certificate of Limited Partnership was July 8, 1996.
3. This Certificate of Amendment to the Certificate of Limited Partnership is being filed to reflect a change in the name of the Limited Partnership to:

**MARINA COVE-NAPLES LIMITED PARTNERSHIP**

and to reflect a name change of the sole general partner from FLORIDA SHELF GP #11, L.C. to:

**MARINA COVE-NAPLES GP, L.C.**

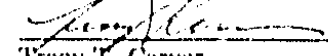
4. Except as hereby amended, the Certificate of Limited Partnership shall remain the same.

IN WITNESS WHEREOF, the sole general partner has executed this Certificate of Amendment to Certificate of Limited Partnership on the 21st day of August, 1996.

SOLE GENERAL PARTNER:

MARINA COVE-NAPLES GP, L.C.,  
a Florida limited liability company  
General Partner

By: Hearthstone Advisors, Inc.,  
a California corporation  
Manager, an authorized representative

By:   
Tracy T. Carver  
Senior Vice President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 27 PM 3:56

# A96000001287

1/08/97 CORPORATE DETAIL RECORD SCREEN 2:14 PM  
 NUM: A96000001287 STATE ACTIVE/FL LP FLD: 07/08/1996  
 LAST: AMENDMENT AND NAME CHANGE FLD: 08/27/1996  
 ACT CONT: 100.00  
 NAME : MARINA COVE-NAPLES LIMITED PARTNERSHIP  
 NH: 1  
 PRINCIPAL: C/O RON FENN  
 ADDRESS 7575 DR. PHILLIPS BLVD., SUITE 230  
 ORLANDO, FL 32819  
 RA NAME : FENN, RON  
 RA ADDR : 7575 DR. PHILLIPS BLVD., SUITE 230  
 ORLANDO, FL 32819 US  
 ANN REP : \* NONE FILED \*

000002081980--1  
 -02/10/97--01004--011  
 \*\*\*1750.00 \*\*\*1750.00

1. MENU, 3. PARTNERS, 4. EVENTS, 6. NAMES

ENTER SELECTION AND CR:

FILED  
 97 FEB -4 PM 12:00  
 41E

# A96000001287

Name	
Availability	
Document	
Transaction	Exp
	100
	10
Acct	
W	100

increasing to  
 \$660,392.78

C. TAX  
 FILING 1,750.00  
 R. 100  
 C. 100  
 T. 100  
 N. 100  
 BALANCE DUE  
 REFUND





FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

January 22, 1997

MARINA COVE-NAPLES LIMITED PARTNERSHIP  
C/O MARK PORATH  
16830 VENTURA BLVD., #352  
ENCINO, CA 91436

SUBJECT: MARINA COVE-NAPLES LIMITED PARTNERSHIP  
Ref. Number: A96000001287

We have received your document for MARINA COVE-NAPLES LIMITED PARTNERSHIP and check(s) totaling \$576.25. However, your check(s) and document are being returned for the following:

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

Please return your document, along with a copy of this letter, within 30 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6051.

HEARTHSTONE

Document

JAN 27 1997



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

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

The undersigned general partners of Marina Cove - Naples Limited  
Partnership, a  
Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,  
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 660,392.78

This 19 day of December, 19 96.

**FURTHER AFFIANT SAYETH NOT.**

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

General Partner(s)

Please see attached signature block

**FEES:**

\$7 per \$1,000 based on the additional contributions  
(Minimum \$52.50 - Maximum \$1,750.00)

Increase from \$100 in Capital to  
\$660,392.78 Fee: \$1,750.00

INHSE20(3/95)

Supplemental Affidavit of Capital  
Contributions For A Florida  
limited Partnership

MARINA COVE-NAPLES LIMITED PARTNERSHIP  
a Florida limited partnership

By: Marina Cove-Naples GP, L.C.,  
a Florida limited liability company  
General Partner

By: Hoarthstone Advisors, Inc.,  
a California corporation  
Manager

By: Richard O. Werner  
Richard O. Werner  
Chief Executive Officer