

CORPORATION

A96000001355

CORPORATION INFORMATION SERVICES

(Requestor's Name)

1201 Hays Street

(Address)

(904)

Tallahassee, FL 32301 222-9171

(City, State, Zip)

(Phone #)

CIS Acct. #

4303929

CIS Order #

024904

OFFICE USE ONLY

Return Page

AUTHORIZATION #072100000032

\$1400

96 JUL 19 AM 11:21

SECRET

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

1. LRI of South Florida, LTD

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certified Copy



Mail out



Will wait



Photocopy



Certificate of Status

96 JUL 18 AM 11:21

SECRET

Return to
Dona Kendrick

NEW FILINGS

Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS

Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS

Annual Report
Fictitious Name
Name Reservation

REGISTRATION/
QUALIFICATION

Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

BK BK

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
LRI OF SOUTH FLORIDA, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, and §620.108 of the Florida Statutes, the undersigned, being all of the General Partners of **LRI OF SOUTH FLORIDA, LTD.**, hereby duly execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is **LRI OF SOUTH FLORIDA, LTD.**
2. The business address and the mailing address of the limited partnership is **8054 Fisher Island Drive, Miami, Florida 33109.**
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

CORPORATION SERVICE COMPANY

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

**1201 Hays Street
Tallahassee, Florida 32301**

5. **Acceptance of Appointment of Registered Agent:**

Having been named the statutory registered agent of **LRI OF SOUTH FLORIDA, LTD.**, at the place designated in this Certificate of Limited Partnership of **LRI OF SOUTH FLORIDA, LTD.**, 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.

Gail Shelby, as agent
CORPORATION SERVICE COMPANY
Registered Agent
Gail Shelby, as agent
Dated: July 18, 1996

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

LRI OF SOUTH FLORIDA GP, INC.
8054 Fisher Island Drive
Miami, Florida 33109

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

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 15 day of July, 1996 in accordance with §620.114 of the Florida Statutes.

LMI OF SOUTH FLORIDA GP, INC.,
a Florida corporation, general partner

BY:

Donna Kendrick, Incorporator

AFFIDAVIT

THE UNDERSIGNED, constituting all of the general partners of LRI OF SOUTH FLORIDA, LTD., a Florida Limited Partnership, hereby certify as follows:

1. The amount of capital contributions to date of the limited partners is \$0.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYS NOTHING.

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.

LMI OF SOUTH FLORIDA GP, INC.,
a Florida corporation, general partner

BY

Donna Kendrick, Incorporator

A9600001355

HOWARD H. SCHARLIN
JOHN A. LANZETTA
LEWIS H. COHEN
THOMAS G. COBB
LINDA ERIN

1300 B.W. FIRST AVENUE
MIAMI, FLORIDA 33130

TELEPHONE 358-4222
AREA CODE 305
FAX 358-0802

Writer's Direct
Fax# (305) 577-3768

November 20, 1996

VIA FEDERAL EXPRESS

Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: LRI of South Florida, Ltd.

Ladies/Gentlemen:

Enclosed is a Supplemental Affidavit and First Amendment to
Certificate of Limited Partnership of LRI of South, Florida, Ltd.

My firm's check in the amount of \$1,855.00 is enclosed to
cover the following:

Additional capital contribution	-	\$1,750.00
Filing First Amendment	-	52.50
Certified Copy	-	52.50
Total:	-	\$1,855.00

Sincerely,

Thomas G. Cobb

TCC:dej
Enclosure

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Name	AR 12-4
Availability	
Document Examiner	AR
Updater	AR
Updater	AR

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95 NOV 22 PM 4: 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole general partner of LRI of South Florida, Ltd., a Florida limited partnership, hereby certifies that the amount of capital contribution to date of the limited partners, and the total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 9,000,000.

FURTHER AFFIANT SAYETH NAUGHT.

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.

FINESTRA REAL ESTATE DEVELOPMENT CORP.,
a Florida corporation, general partner

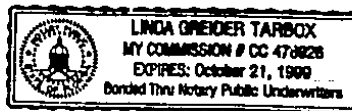
By: [Signature]
Mark Kottler, President

STATE OF FLORIDA)
COUNTY OF Broward) : ss
DADE)

The foregoing instrument was acknowledged before me this 19th day of November, 1996, by Mark Kottler, who is personally known to me or who has produced Reasonably Known, as identification, as the President of Finestra Real Estate Development Corp., a Florida corporation, in its capacity as general partner of LRI of South Florida, Ltd., a Florida limited partnership, on behalf of that corporation.

[Signature]
NOTARY PUBLIC, State of Florida at Large
(Print Name) LINDA GREIDER TARBOX
(Commission No.) _____

My commission expires:



I:\TCC\KOTTLER\AMENDMEN.2

FILED
95 NOV 22 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thomas C. Cobb
A9600000/355

1549 S.W. First Avenue

Address

Miami, Fl. 33130

City/State/Zip

Phone #

000002012790--8

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1855.00 **52.50

Office Use Only

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

1. *LRI of South Florida, Ltd.*

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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☐ 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 type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

A96-1355

Name	<i>OK</i>
Availability	<i>OK</i>
Document	<i>OK</i>
Examiner	<i>OK</i>
Updater	<i>OK</i>
Updater	<i>OK</i>
Verifier	<i>OK</i>
Acknowledgment	<i>OK</i>
W. P. Verker	<i>OK</i>

SUPPLEMENTAL AFFIDAVIT AND
FIRST AMENDMENT TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
LRI OF SOUTH FLORIDA, LTD.

FILED
SEP 22 PM 4:15
CLERK OF DISTRICT COURT
SOUTH FLORIDA

RECITALS

A. Pursuant to that certain Affidavit and Certificate of Limited Partnership filed with the Florida Department of State on July 18, 1996, document number A96000001355, LRI of South Florida, Ltd., a limited partnership, was formed pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (the "Limited Partnership"), having as its sole general partner LRI of South Florida - GP, Inc., a Florida corporation (the "Prior General Partner").

B. Finestra Real Estate Development Corp., a Florida corporation ("General Partner") has received assignment of the entire general partnership interest in the Limited Partnership from the Prior General Partner.

AMENDMENT

The General Partner, acting as the general partner of the Limited Partnership, hereby adopts the following First Amendment to Certificate of Limited Partnership for the Limited Partnership:

1. Substitution of General Partner and Limited Partner.

(a) Pursuant to that certain assignment document dated September 10, 1996 (the "Assignment"), executed by the Prior General Partner and by LRI of South Florida - LP, Inc., a Florida corporation, as the sole limited partner of the Limited Partnership (the "Prior Limited Partner"):

(i) the Prior General Partner assigned to the General Partner all of the general partnership interest under the Limited Partnership, with the effect that the Prior General Partner withdrew from the Limited Partnership; and

(ii) the Prior Limited Partner assigned to another person not required to be named in this Certificate (the "Limited Partner") all of the limited partnership interest under the Limited Partnership with the effect that the Prior Limited Partner withdrew from the Limited Partnership.

(b) The Prior General Partner, and the Prior Limited Partner, being all of the partners of the Partnership on the date of the Assignment, consented by their execution of the Assignment to the withdrawal of the Prior General Partner, the admission of the General Partner as a new general partner, the withdrawal of the

Prior Limited Partner, and the admission of the Limited Partner as a new limited partner.

2. Business Address and Mailing Address: The business address and mailing address of the Limited Partnership (which formerly was 8054 Fisher Island Drive, Miami, Florida 33109) is hereby changed to be as follows:

LRI of South Florida, Ltd.
c/o Target Capital Group
2650 North Military Trail
Suite 230
Boca Raton, FL 33431

3. Continuation of Business. The General Partner and the Limited Partner, being all of the partners of the Limited Partnership as of the date of this Certificate, have agreed in writing to continue the business of the Limited Partnership and to the appointment of the General Partner as the general partner of the Limited Partnership, all pursuant to Fla. Stat. §620.157 (4).

4. General Partner. The name and business address of the General Partner is amended to be as follows:

FINESTRA REAL ESTATE DEVELOPMENT CORP.
c/o Target Capital Group
2650 North Military Trail
Suite 230
Boca Raton, FL 33431

P960000 70576

IN WITNESS WHEREOF, the General Partner, as the sole general partner of the Limited Partnership, has executed the foregoing First Amendment to Certificate of Limited Partnership in accordance with Fla. Stat. §620.109, Fla. Stat. §620.123, Fla. Stat. §620.128, Fla. Stat. §620.152, Fla. Stat. §620.154, and Fla. Stat. §620.157.

Dated as of October 2, 1996.

FINESTRA REAL ESTATE DEVELOPMENT CORP.,
a Florida corporation, as general partner

By: 

Mark Kottler, President

FILED
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CLERK OF DISTRICT COURT
MIAMI