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TALLAHASSEE, FL 32301-2607

800-342-8086



PREMIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 051508 6258A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 13, 1996

ORDER TIME : 10:04 AM

ORDER NO. : 051508

CUSTOMER NO: 6258A

CUSTOMER: Dennis P. Cronin, Esq  
BOND SCHOENECK & KING, P.A.

Suite 107  
1167 Third Street South  
Naples, FL 339407098

DOMESTIC FILING

NAME: *OXON* ASSOCIATES, LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 13 PM 1:12

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DIVISION OF CORPORATION

*10/96*

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**OXON ASSOCIATES, LTD.**

**A Florida Limited Partnership**

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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The undersigned General Partners desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby state the following:

1. **NAME OF LIMITED PARTNERSHIP.** The name of the Partnership is

**OXON ASSOCIATES, LTD.**

2. **OFFICE FOR MAINTENANCE OF BUSINESS RECORDS.** The address of the office at which the records of the Limited Partnership will be kept, as required by Florida Statutes § 620.106, is:

Oxon Associates  
5415-A Jaeger Road  
Naples, Florida 34109

3. **AGENT FOR SERVICE OF PROCESS.** The name and address of the Partnership's agent for service of process in Florida is:

Dennis P. Cronin, Esquire  
Bond, Schoeneck & King, P.A.  
1167 Third Street South, Suite 107  
Naples, Florida 34102

4. **GENERAL PARTNER.** The names and business addresses of the General

Partners in the Limited Partnership are:

Brentwood Development Group Inc.  
5415-A Jaeger Road  
Naples, Florida 34109

and

OGAR Associates, L.P.  
71 Murray Street  
New York, New York 10007

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5. **MAILING ADDRESS OF PARTNERSHIP.** The mailing address of the Limited Partnership is:

Oxon Associates  
5415-A Jaeger Road  
Naples, Florida 34109

6. **DATE OF DISSOLUTION.** The latest date upon which the Limited Partnership shall dissolve is the thirtieth (30th) anniversary of the commencement of this Partnership.

7. **EFFECTIVE DATE.** This Certificate will become effective and the Limited Partnership will be formed on the date this Certificate of Limited Partnership is filed with the Florida Secretary of State.

The execution of this Certificate by the undersigned General Partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed  
by the General Partners of the OXON ASSOCIATES, this 11<sup>th</sup> day of August,  
LTD.  
1996.

OXON ASSOCIATES, LTD.

By: Brentwood Development Group, Inc., *General Partner*

By:   
Arthur Shafran, President

By: OGAR Associates, L.P., *General Partner*

By:   
Fredric Roth, General Partner

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for OXON ASSOCIATES, a Florida Limited Partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership on behalf of the Limited Partnership, hereby agree to accept service of process for said Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Registered Agent:



Dennis P. Cronin, Esquire  
Bond, Schoeneck & King, P.A.  
1167 Third Street South, Suite 107  
Naples, FL 34102

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### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned individuals, who are respectively the President of the corporation and the General Partner of the Limited Partnership that is a General Partner of OXON ASSOCIATES, declare that the capital contribution of the Limited Partners in the Partnership is as follows: LTD.

1. The Limited Partners have made a capital contribution in the following amount:

Frederic Roth	\$1,000.00
Irwin Leimas	\$1,000.00
Arthur Shafran	\$1,000.00
William Freucht	<u>\$1,000.00</u>
	\$4,000.00

2. It is not anticipated at this time that there will be future capital contributions made by the Limited Partners.

Dated: August 16, 1996

OXON ASSOCIATES, LTD.

By: Brentwood Development Group, Inc., *General Partner*

By:   
Arthur Shafran, President

By: OGAR Associates, L.P., *General Partner*

By:   
Fredric Roth, General Partner

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SECRETARY OF CORPORATIONS  
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STATE OF FLORIDA:

COLLIER COUNTY : ss.:

Before me personally appeared, ARTHUR SHAFRAN, to me personally known to me ( ) or who produced \_\_\_\_\_ as identification and who executed the foregoing instrument as President of the above named BRENTWOOD DEVELOPMENT GROUP INC. and who acknowledged to and before me that he executed said instrument as President and that said instrument is the free act and deed of said Corporation.

WITNESS my hand and official seal, this 16<sup>th</sup> day of August, 1996.

  
Notary Public

My Commission Expires:



STATE OF NEW YORK:

NEW YORK COUNTY : ss.:

Before me personally appeared, FREDRIC ROTH, to me personally known to me (✓) or who produced \_\_\_\_\_ as identification and who executed the foregoing instrument as General Partner of the above named OGAR ASSOCIATES, L.P., and who acknowledged to and before me that he executed said instrument as General Partner and that said instrument is the free act and deed of said Corporation.

WITNESS my hand and official seal, this 19<sup>th</sup> day of August, 1996.

  
Notary Public

My Commission Expires:

