

A96000001683

JON SOLOW
5998 S.W. 50th STREET
MIAMI, FLORIDA 33155
(305) 663-3360

September 6, 1996

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

900001943349
-09/10/96--01104--004
****105.00 ****105.00

Dear Sandra:

Enclosed are documents to form a Florida Limited Partnership known as
MEGA CAP FUND II, Ltd.

I have included a check in the amount of \$105 for the expenses as follows:

1. \$70 representing \$7 per \$1000 for an anticipated \$10,000 in capitalization.
2. \$35 for designating the registered agent.

I am both the General Partner and the registered agent. Please call me to discuss any questions that may arise.

Sincerely,


Jon Solow

A96-1683

Name	OR 9-10
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Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgement	OR
W. P. Verifier	OR

FILED
96 SEP -9 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
95 SEP -9 AM 3:55
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

1. Mega Cap Fund II, Ltd.

(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 6800 S.W. 40th Street, #102 Miami, FL. 33155

(Business address of Limited Partnership)

3. Jon Solow

(Name of Registered Agent for Service of Process)

4. 5998 SW 50 Street, Miami, FL. 33155

(Florida street address for Registered Agent)

5. Jon Solow

(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 6800 SW 40th Street, #102 Miami, FL. 33155

(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: September 5, 2016

8. Name(s) of general partner(s):

Street address:

Jon Solow

5998 S.W. 50th Street, Miami, FL. 33155

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 6 day of September, 19 96.

Signature of all general partners:

Jon Solow
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

FILED
95 SEP -9 PM 3:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of Mega Cap Fund II, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 50.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 10,000. —

Signed this 6 day of September, 19 96.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 20, 1997

MEGA CAP FUND II, LTD.
6800 S.W. 40TH STREET, #108
MIAMI, FL 33155

SUBJECT: MEGA CAP FUND II, LTD.
Ref. Number: A96000001683

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 17 AM 8:51

8000002193058--9
-05/28/97--01050--008
***1853.75 ***1750.00

We have received your document for MEGA CAP FUND II, LTD. and check(s) totaling \$437.50. 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".

You have indicated in block 5b or 8b on the document that the contributions of the limited partners have gone beyond what we currently have on file. A supplemental affidavit must be filed pursuant to chapter 620, Florida Statutes. The filing fee is based on the additional amount of contributions calculated at a rate of \$7 per \$1000 with a minimum filing fee of \$52.50 and a maximum filing fee of \$1750.

The fee to file the supplemental affidavit is \$1750.00 and the fee to file the annual report is \$541.25. The total fee due for both filings is \$2291.25. Please return the supplemental affidavit and the annual report together with the appropriate fee.

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.

A96000001683

Name Availability	OR 4/17
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgement	OR
W. P. Verifier	OR

\$1750.00
FF



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 Mega Cap Fund II, Ltd.
_____, 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: \$ 445,000.00
This 14 day of April, 19 97.

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)



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 17 AM 8:51

FEES:

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

A96000001683

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1997

MEGA CAP FUND II, LTD.
320 ARIZONA STREET
HOLLYWOOD, FL 33019

SUBJECT: MEGA CAP FUND II, LTD.
Ref. Number: A96000001683

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 8:40

We have received your document for MEGA CAP FUND II, LTD. and your check(s) totaling \$2291.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file the enclosed annual report is \$541.25. If a certificate of status is desired, please add an additional \$8.75. The basic annual report filing fee is figured at the rate of \$7.00 per thousand on the actual capital contribution plus a supplemental fee of \$103.75 pursuant to S.620.193, Florida Statutes, effective 1/1/97. The filing fee shall be no less than \$158.25 (\$52.50 + \$103.75) and no more than \$541.25 (\$437.50 + \$103.75).

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 (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 897A00045278

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-09/23/97--01087--013
***2291.25 ***1750.00

A96-1683

Name	02922
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FF \$1750.00

09/19/97 15:49 3058598822
716/997 9549229152

CONNELL PERROW PTL
JERRY LICHEN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 22 AM 8:40

Mega Cap Fund II, Ltd.

September 16, 1997

Tammi Cline
Division of Corporations
PO Box 6327
Tallahassee FL 32314

Dear Ms Kline:

Please accept this as the

Supplemental Affidavit for Mega Cap Fund II, Ltd.,

The total amount of Capital Contributions to date represented in Boxes 5a and 5b of the
Limited Partnership Annual Report Document Number A96000001683 should be
\$2,680,449.36


Jon Solow
General Partner