

A96000002168

w/1

Greenberg
Requestor's Name
Address
Michelle 425-8526
City/State/Zip Phone #

RECEIVED

2 NOV 25 PM 3:32

DIVISION OF CORPORATION

Office Use Only

FILED
25 NOV 25 PM 3:53
SECRETARY OF STATE

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

1. Tropical Isle, Ltd
(Corporation Name) (Document #)
2. Tropical Isle II, Ltd.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

800002021166--4
-12/05/96--01069--014
***1837.50 ***1837.50

- ☒ Walk in ☒ Pick up time ☐ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

per Brenda Tadlock

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

check 1760.00
FILING
C. COPY 52.50
R. AGENT 1.00
TOTAL 1837.50
BALANCE 1837.50
REFUND 0.00

Name	Paula
Availability	11/25
Document Examiner	11/25
Updater	11/25
U. S. Verifier	11/25
Acknowledgement	11/25
W. P. Verifier	11/25

Examiner's Initials

GREENBERG
ATTORNEYS AT LAW
TRAUBIG

November 25, 1996

Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

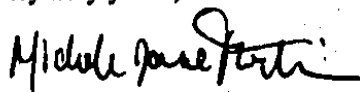
**RE: FILING OF CERTIFICATE OF LIMITED PARTNERSHIP
FOR TROPICAL ISLE, LTD. AND TROPICAL ISLE II, LTD.**

Dear Sir or Madam:

Enclosed please find one manually executed and one photocopy of the above referenced certificates of limited partnership. **Please file with the State of Florida as soon as possible and return the certified copies to the messenger present.** Submitted with this filing are two checks in the amount of \$1,837.50 each to cover the costs of the filing fees, registered agent and certified copy charges.

Thank you for your assistance with this matter.

Very truly yours,



Michele Jane Turton
Paralegal

Enc.

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TROPICAL ISLE II, LTD.**

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CLERK OF COURT
JACKSONVILLE
FLORIDA

THE UNDERSIGNED, constituting all of the general partners of TROPICAL ISLE II, LTD., (the "Partnership"), do hereby submit the following information in accordance with the Florida Revised Limited Partnership Act (1986) to make public the information of the Partnership:

1. **Name** The name of the Partnership shall be TROPICAL ISLE II, LTD.
2. **Registered Agent** The initial registered office of the Partnership in the State of Florida is 111 North Orange Avenue/Florida 32801. The name of the initial registered agent is Michael J. Sullivan, Esq. at the above address.
3. **General Partners** The name and address of the general partners of the Partnership are:

NOBLE-KIDD CORPORATION
10610 Metric, Suite 190
Dallas, TX 75243

P96000053102

API INVESTMENTS, INC.
4949 Westown Parkway, Suite 245
West Des Moines, IA 50266-1066

F96000006181

4. **Partnership Address** The office and mailing address for the Partnership shall be 10610 Metric, Suite 190, Dallas, TX 75243..
5. **Dissolution** The latest date upon which the Partnership will dissolve is December 31, 2015.

IN WITNESS WHEREOF, the undersigned do hereby execute this Certificate and attach an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

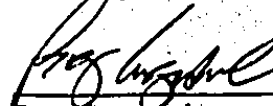
GENERAL PARTNERS:

**NOBLE-KIDD CORPORATION, a
Florida Corporation**



**R. Edward Noble
Its: President**

**API INVESTMENTS, INC., an
Iowa Corporation**



**Roger Langpaul
Its: Vice President**

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, general partner of TROPICAL ISLE II, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:

1. The amount of capital contributions of the limited partners is zero.
2. The anticipated amount of the capital contributions of the limited partners will be two million.

Dated this 21st day of November, 1996

FURTHER AFFIANT SAYETH NOT.

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

NOBLE-KIDD CORPORATION
Florida Corporation

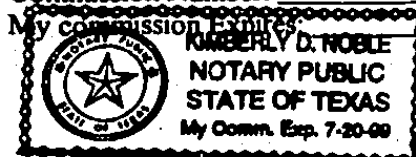
R. Edward Noble

R. Edward Noble
Its: President

STATE OF TEXAS
COUNTY OF

The foregoing instrument was acknowledged before me this 21 day of November, 1996, by R. Edward Noble of Noble-Kidd Corporation, a Florida corporation, the general partner of the above-referenced Partnership, who is personally known to me or has produced _____ as identification.

[Signature]
Print name _____
Notary Public, State of
Commission Number _____



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API INVESTMENTS, INC.,
an Iowa corporation

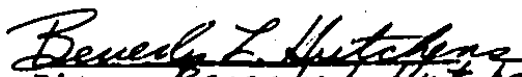

Roger Langpaul

Its: 

STATE OF IOWA
COUNTY OF POLK

The foregoing was acknowledged before me the 22nd day of November, 1996, by Roger Langpaul, as Vice President of API INVESTMENTS, INC., an Iowa corporation, the general partner of the above-referenced Partnership, who is personally known to me, or has produced _____ as identification.




Print name: BEVERLY L. HUTCHENS
Notary Public, State of IOWA
Commission Number: _____
My commission Expires: 10-14-97

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, as registered agent, appointed in accordance with the foregoing Certificate, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed by Section 620.192 of the Florida Revised Uniform Limited Partnership Act (1986).

Michael J. Sullivan

Print Name: Michael J. Sullivan, Esq.

Its: Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA