

A96000002205

Charter Number Only

Stein Rosenberg  
Requestor's Name  
4875 N. Fed. Hwy. 7th Fl.  
Address  
Ft. Lauderdale, FL 33308  
City State Zip Phone  
#954) 772-5151

VALIDATION ONLY

FILED  
SECRETARY OF CORPORATIONS  
69 DEC -3 PM 1:31

400002020654-12  
-12/05/96--01015--021  
\*\*\*1750.00 \*\*\*1750.00

CORPORATION(S) NAME

The Hooley Family Limited  
Partnership.

RECEIVED  
66 NOV 21 AM 11:20  
DIVISION OF CORPORATION

400002020654-12  
-12/05/96--01015--021  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- |   |  |   |
|---|--|---|
| <input type="checkbox"/> Profit                         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                      | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                        | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement                  | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Certified Copy                 | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem            |
| <input checked="" type="checkbox"/> Walk In             | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|   | <input type="checkbox"/> After 4:30      | <input type="checkbox"/> Mail Out                   |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

\$10,000,000.00 is the  
total anticipated  
amount! - BK

G-TAX  
FILING 1750  
R. AGENT FEE 35  
COPY  
TOTAL 1785  
N. BANK  
BALANCE DUE  
REFOUND

BK 12/3/96

Empire Toll Free: 1-800-432-3028



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

November 21, 1996

EMPIRE

TALLAHASSEE, FL

**SUBJECT: THE HOOLEY FAMILY LIMITED PARTNERSHIP**  
Ref. Number: W96000024691

FILED  
SECRETARY OF CORPORATIONS  
96 DEC -3 PM 1:31

We have received your document for THE HOOLEY FAMILY LIMITED PARTNERSHIP and check(s) totaling \$1785.00. However, your check(s) and document are being returned for the following:

The Affidavit of Capital Contributions MUST state 2 amounts. It must state the initial limited partner contribution amount. And then it must state the total anticipated limited partner contribution amount.

The purpose of stating total anticipated contributions is so that the limited partnership can avoid the cost -- which could be thousands of dollars -- of filing Supplemental Affidavits. A Supplemental Affidavit must be filed whenever the actual contribution amount exceeds the previously anticipated amount.

This partnership is already paying the maximum filing fee because of the \$330,000 in contributions already received. For no extra cost, it can declare a total anticipated amount -- 2 million, 3 million, whatever -- which the partnership will never exceed.

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 (904) 487-6914.

Buck Kohr  
Corporate Specialist

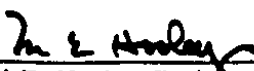
Letter Number: 896A00052977

RECEIVED  
96 DEC -3 PM 10:31  
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
THE HOOLEY FAMILY LIMITED PARTNERSHIP**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 DEC -3 PM 1:37

1. **Name.** The name of the limited partnership is the "Hooley Family Limited Partnership."
2. **Business Address: Registered Agent.** The business address of the partnership in the State of Florida is 707 North State Road 7, Plantation, Florida 33317. The name of its registered agent at that address is Michael E. Hooley. The registered agent hereby certifies that he is familiar with and accepts the obligations of the position of registered agent of the partnership as set forth in the Florida Statutes:

  
\_\_\_\_\_  
Michael E. Hooley, Registered Agent

3. **General Partner.** The sole general partner of the partnership is Hooley Family Enterprises, Inc., a Florida corporation having its principal office at 707 North State Road 7, Plantation, FL 33317, Attn: Michael E. Hooley, President. P96000058781
4. **Mailing Address.** The mailing address of the partnership is 707 North State Road 7, Plantation, FL 33317, Attn: Michael E. Hooley, Registered Agent.
5. **Dissolution.** The latest date upon which the partnership is to dissolve is 50 years after the date on which this Certificate of Limited Partnership is filed of record with the Department of State of the State of Florida.

Dated this 1<sup>st</sup> day of July, 1996

**GENERAL PARTNER:**

HOOLEY FAMILY ENTERPRISES, INC.,  
a Florida corporation

By:   
\_\_\_\_\_  
Michael E. Hooley, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
TO  
THE HOOLEY FAMILY LIMITED PARTNERSHIP**

FILED STATE  
SECRETARY OF CORPORATIONS  
96 DEC -3 PM 1:37

STATE OF FLORIDA       )  
COUNTY OF BROWARD    )

Before me, the undersigned authority, personally appeared Kurt D. Zimmerman, as Vice President of Hooley Family Enterprises, Inc., a Florida corporation, who was first duly sworn and says:

1. Affiant has personal knowledge of the facts stated in this Affidavit and is competent to testify under oath to these facts.
2. Affiant is the Vice President of Hooley Family Enterprises, Inc., a Florida corporation.
3. Hooley Family Enterprises, Inc. is the sole general partner of the Hooley Family Limited Partnership, a Florida limited partnership.
4. The total capital contributions of the limited partners to date is \$330,000.
5. Affiant anticipates that from time to time the limited partners will make future capital contributions to the partnership totalling \$10,000,000.
6. Further, affiant sayeth naught.

**AFFIANT:**

**HOOLEY FAMILY ENTERPRISES, INC.,**  
a Florida corporation

By: *Kurt D. Zimmerman*  
Kurt D. Zimmerman, Vice President

Sworn to and subscribed before me by Kurt D. Zimmerman, who is personally known to me and known by me to be the Vice President of Hooley Family Enterprises, Inc., on this 19th day of November, 1996.

*Dana Christie*  
Notary Public

My Commission Expires:



DANA CHRISTIE  
My Commission CC400000  
Expires Sep. 14, 1999

A96 000002205

LAWYERS  
ST. IN RE SINGLES & M. OF  
*Professional Association*  
SEVENTH FLOOR  
4875 NORTH FEDERAL HIGHWAY  
FORT LAUDERDALE, FLORIDA 33308

JACKSTEIN  
ARTHUR H. ROSENBERG  
JEFFREY A. WINIKOFF  
MICHAEL R. EMERY  
CARYN GOLDENBERG CARVO  
KURT D. ZIMMERMAN  
GARY M. MILLER  
CRAIG D. STEIN  
TOBI O. PAM

August 26, 1997

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314  
Attn: Registration Section

(954) 772-5151  
FAX (954) 772-4224  
FILED  
AUG 29 PM 2:14  
TALLAHASSEE, FLORIDA

400002279724--1  
-08/28/97--01063--001  
\*\*\*\*\*\$2.50 \*\*\*\*\*\$2.50

Dear Sir or Madam:

Enclosed is the original and one copy of the First Amended and Restated Certificate of Limited Partnership of Hooley Family Limited Partnership and a check in the amount of \$52.50 for the filing fee. Please stamp and return the original Certificate to me in the self-addressed, stamped envelope provided. If you are unable to return the original Certificate, please stamp and return the enclosed copy.

Should you have any questions, please feel free to contact me. Thank you for your cooperation in this matter.

Sincerely,

CM

*Kurt Zimmerman*

Kurt Zimmerman

KDZ:dc  
Enclosures

cc: Michael E. Hooley

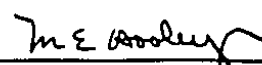
896-2205

**FIRST AMENDED AND RESTATED  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HOOLEY FAMILY LIMITED PARTNERSHIP  
(HEREAFTER KNOWN AS "HOOLEY INVESTMENTS LIMITED PARTNERSHIP")**

WHEREAS the partnership wishes to change its name from "Hooley Family Limited Partnership" to "Hooley Investments Limited Partnership" effective upon the filing of this First Amended and Restated Certificate of Limited Partnership,

NOW, THEREFORE, pursuant to Fla. Stat. §620.109, the partnership hereby amends and restates its Certificate of Limited Partnership (filed on December 3, 1996) as follows:

1. **Name.** The name of the limited partnership shall become "Hooley Investments Limited Partnership" effective upon the filing of this First Amended and Restated Certificate of Limited Partnership with the appropriate recording officials of the State of Florida Department of State. Until such time, the partnership shall continue to be known by its original name, "Hooley Family Limited Partnership."
2. **Business Address; Registered Agent.** The business address of the partnership in the State of Florida is 707 North State Road 7, Plantation, Florida 33317. The name of its registered agent at that address is Michael E. Hooley. The registered agent hereby certifies that he is familiar with and accepts the obligations of the position of registered agent of the partnership as set forth in the Florida Statutes:  

  
\_\_\_\_\_  
Michael E. Hooley, Registered Agent
3. **General Partner.** The sole general partner of the partnership is Hooley Family Enterprises, Inc., a Florida corporation having its principal office at 707 North State Road 7, Plantation, FL 33317, Attn: Michael E. Hooley, President.
4. **Mailing Address.** The mailing address of the partnership is 707 North State Road 7, Plantation, FL 33317, Attn: Michael E. Hooley, Registered Agent.
5. **Dissolution.** The latest date upon which the partnership is to dissolve is December 3, 2046.

Duly executed on this 26 day of August, 1997.

**GENERAL PARTNER:**

HOOLEY FAMILY ENTERPRISES, INC.,  
a Florida corporation

By: \_\_\_\_\_

Michael E. Hooley, President