

A9600002254

KLEINFELD & ASSOCIATES, P.A.

GENEVA
100 BUILDING
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P. O. BOX 804
1215 GENEVA 18 AIRPORT
TELEPHONE: 4122 788-8088
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MIAMI OFFICE
ONE SOUTHEAST THIRD AVENUE
MIAMI, FLORIDA 33131
TELEPHONE: (305) 882-1000
FACSIMILE: (305) 388-8841

PLEASE REPLY TO:
MIAMI OFFICE

LONDON
LECONFIELD HOUSE
7TH FLOOR, GURDON STREET
LONDON, ENGLAND W1V 7PB
TELEPHONE: 071 488 8888
FACSIMILE: 071 488 8884

VIA FEDERAL EXPRESS

December 3, 1996

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-12/04/96--01098--002
*****1750.00 *****1750.00

Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400002019694--1
-12/04/96--01098--003
*****35.00 *****35.00

Re: **Limited Partnership Filing**

To whom it may concern,

Enclosed please find the necessary documents for filing a limited partnership, as well as a check for the filing fee (\$1,750) and Designation of Registered Agent fee (\$35). Kindly file as soon as possible.

Should you have any questions, please call (305) 892-1000.

Sincerely,
KLEINFELD & ASSOCIATES, P.A.

Arturo J. Giacosa
Arturo J. Giacosa
For the firm

enc.

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96 DEC -4 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Name Availability	<i>OR</i>
Document Examiner	<i>OR</i>
Updater	<i>OR</i>
Updater Verifier	<i>OR</i>
Acknowledgement	<i>OR</i>
W. P. Verifier	<i>OR</i>

**CERTIFICATE OF LIMITED PARTNERSHIP
OF THE
COPPOLA FAMILY PARTNERSHIP, LTD.**

THIS CERTIFICATE is executed on the 4 of November, 1996, with respect to the agreement of The COPPOLA FAMILY PARTNERSHIP, Ltd. ("the partnership").

1. Name. The partnership's name is The Coppola Family Partnership, Ltd.
2. Registered Agent. The name and post office address of the partnership's registered agent is:
Arturo J. Giacosa, Esq.
1260 Algeria
Coral Gables, FL 33134
3. Specified Office. The mailing address of the partnership at which its records are kept is:
c/o Miguel Angel Coppola
9225 SW 10th Terrace
Miami Florida 33174
4. General Partner. The name and post office address of the general partner is:
Miguel Angel Coppola
9225 SW 10th Terrace
Miami Fla 33174
5. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2046.

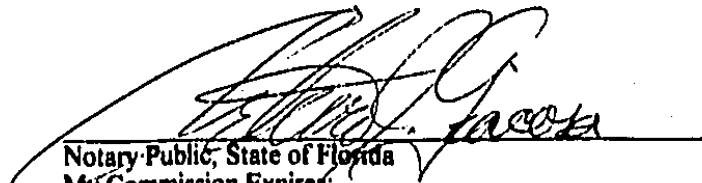
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned sole general partner has signed this certificate, on the day and year first above written.


MIGUEL ANGEL COPPOLA, General Partner

I, Arturo J. Giacosa, a Notary Public, hereby certify that the same person whose name is signed to the foregoing instrument is personally known to me and appeared before me in person and acknowledged that he signed the instrument as his free and voluntary act, in his authorized capacity, for the uses and purposes therein set forth.

Sworn to and Subscribed before me this 4 day of November, 1996.


Notary Public, State of Florida
My Commission Expires:



ARTURO J GIACOSA
My Commission OC804083
Expires Oct. 02, 1999

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 620.192, FLORIDA STATUTES, THE UNDERSIGNED INDIVIDUAL SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited partnership is **COPPOLA FAMILY PARTNERSHIP, LTD.**
2. The name and address of the registered agent and office is:

**Arturo J. Giacosa, Esq.
1260 Algeria
Coral Gables, FL 33134**

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, the undersigned individual hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned individual further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and that he is familiar with and accepts the obligations of his position as registered agent.


ARTURO J. GIACOSA, ESQ.

Date: 11/4/96

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned limited partners of **COPPOLA FAMILY PARTNERSHIP, LTD.** depose and say:

- 1) The total amount of cash contributed by the limited partners is \$ 350,000; and
- 2) the total amount of cash or property anticipated to be contributed by limited partners is \$ 350,000.

In accordance with Section 620.107, Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


MIGUEL ANGEL COPPOLA, General Partner


ROSA COPPOLA, Limited Partner


MIGUEL ANGEL COPPOLA, Limited Partner

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TALLAHASSEE, FLORIDA