

A96000002259

FILED
95 DEC 10 PM 3: 03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 18, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100002011251--1
-11/21/96--01063--002
****1750.00 ****1750.00

RE: Michael's Marketplace, Ltd.

800002027718--4
-12/12/96--01092--001
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed is a Certificate of Limited Partnership to be filed for the above-referenced limited partnership. Please file this certificate at your earliest convenience and forward a certified copy to my attention. A check in the amount of \$1,750.00 is enclosed to cover the fee.

If you have any questions or problems with this, please do not hesitate to contact me.

Very truly yours,

Veanna J. McAhren

Veanna J. McAhren
Certified Legal Assistant

vjm
Enclosures:

A96-2259

Name	<i>DR-12-4</i>
Availability	
Document Examiner	<i>DR</i>
Updater	<i>DR</i>
Updater Verifier	<i>DR</i>
Acknowledgment	<i>DR</i>
W. P. Verifier	<i>DR</i>



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 28, 1996

VEANNA J. MCAHREN, LEGAL ASSISTANT
1390 MAIN STREET
SARASOTA, FL 34236-5642

SUBJECT: MICHAEL'S MARKETPLACE, LTD.
Ref. Number: W96000024984

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DIVISION OF CORPORATIONS
56 DEC 10 PM 3:18

We have received your document for MICHAEL'S MARKETPLACE, LTD. and check(s) totaling \$1750.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 898A00053612



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DIVISION OF CORPORATIONS
96 DEC 10 PM 3:18

December 6, 1996

Ms. Tami Cline
Document Specialist
Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Michael's Marketplace, Ltd.
Ref. Number: W96000024984

Dear Ms. Cline:

Enclosed is a Certificate of Limited Partnership for the above-referenced limited partnership which was returned to me for payment of the registered agent fee. A copy of your letter is enclosed for your reference along with a check in the amount of \$35.00 to cover this fee. Please proceed with filing this certificate and forward a certified copy to me.

If you have any questions or problems with this, please do not hesitate to contact me.

Very truly yours,

Veanna J. McAhren
Certified Legal Assistant

vjm
Enclosures:

CERTIFICATE OF LIMITED PARTNERSHIP OF
MICHAEL'S MARKETPLACE, LTD.
LIMITED PARTNERSHIP

The undersigned, for the purpose of forming a limited partnership under Section 620.108 of the Florida Partnership Laws, hereby adopts the following Certificate of Limited Partnership:

Article 1. Name and Address. The name of the Limited Partnership is Michael's Marketplace, Ltd. The mailing address of the Limited Partnership is P. O. Box 728, Sarasota, FL 34230.

Article 2. Initial Registered Office and Agent. The street address of the initial Registered Office of the Limited Partnership is 1390 Main Street, Sarasota, FL 34236, and the name of its initial Registered Agent at that address is Jeffrey R. McCurdy.

Article 3. General Partner. The name and business address of each General Partner of the Limited Partnership is as follows:

Griffin Company IV
1390 Main Street
Sarasota, FL 34236

P95000073406

Article 4. Date of Dissolution. The latest date upon which the Limited Partnership is to dissolve is 2006.

Under penalties of perjury, the undersigned affirms that the facts stated herein are true this 7th day of NOVEMBER, 1996.

GRIFFIN COMPANY IV, General Partner

By: 

Jeffrey R. McCurdy, Vice President

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ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Michael's Marketplace, Ltd., which is contained in the foregoing Certificate of Limited Partnership.

DATED this 7TH day of NOVEMBER, 1996.



Jeffrey R. McCurdy, Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, being Vice President of Griffin Company IV, the sole general partner of Michael's Marketplace, Ltd., a Florida limited partnership, hereby certifies:

1. The amount of the capital contributions to date of the limited partners is \$0.00.

2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2.2 million.

Further affiant saith naught.

Under penalties of perjury, the undersigned affirms that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct, this 7TH day of NOVEMBER, 1996.

GRIFFIN COMPANY IV, General Partner

By: 

Jeffrey R. McCurdy, Vice President

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FEDERAL DIVISION OF CORPORATIONS
ELECTRONIC FILING COVER SHEET

((H96000017786 0))

TO: DIVISION OF CORPORATIONS
(904) 922-4000

FAX #:

FROM: RISCORP MANAGEMENT SERVICES, INC.
102521001342
CONTACT: VEANNA J MCAHREN
PHONE: (941) 951-2022
(941) 362-6122

ACCT#:

FAX #:

NAME: MICHAEL'S MARKETPLACE, LTD.
AUDIT NUMBER.....H96000017786
DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....1 DEL.METHOD.. FAX
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A96-2259
CR-12-23

Name	CR-12-23
Availability	CR-12-23
Document	CR-12-23
Examiner	CR-12-23
Updater	CR-12-23
Updater	CR-12-23
Verifier	CR-12-23
Acknowledgement	CR-12-23
W. P. Verifier	CR-12-23

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT #H96-17786

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
MICHAEL'S MARKETPLACE, LTD.

The undersigned, being Vice President of the General Partner of MICHAEL'S MARKETPLACE, LTD, a Florida limited partnership, hereby amends the Certificate of Limited Partnership filed on December 10, 1996 as follows:

AMENDMENT

Article 4. is amended to read as follows:

"Article 4. Date of Dissolution. The latest date upon which the Limited Partnership is to dissolve is 2046."

Except as expressly provided herein, all of the terms and provisions of the Certificate of Limited Partnership shall remain in full force and effect and are hereby ratified and confirmed.

Under penalties of perjury, the undersigned affirms that the facts stated herein are true this 19th day of December, 1996.

GRIFFIN COMPANY IV,
General Partner

By: Jeffrey R. McCurdy
Jeffrey R. McCurdy, Vice President

Prepared by: Veanna J. McAhren
1390 Main Street
Sarasota, FL 34236
(941) 951-2022

FAX AUDIT #H96-17786