

# A97000002143



THE UNITED STATES  
CORPORATION  
COMPANY

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT -3 PM 1:54

ACCOUNT NO. : 072100000032

REFERENCE : 552903 9081A

AUTHORIZATION :

*Patricia Pyjunt*

COST LIMIT : \$ 1837.50

ORDER DATE : October 3, 1997

ORDER TIME : 10:0 AM

ORDER NO. : 552903-005

CUSTOMER NO: 9081A

100002311441--5

CUSTOMER: Laura McClean, Legal Asst  
MACLEAN & EMA  
2600 Ne 14th Street Causeway  
Pompano Beach, FL 33062

DOMESTIC FILING

NAME: GUTENKUNST, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

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

97 OCT -3 PM 12:06  
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF GUTENKUNST, LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 OCT -3 PM 1:54

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows:

- (1) **Name of Limited Partnership.** The name of the Limited Partnership is Gutenkunst, Ltd.
- (2) **Office for Maintenance of Business Records.** The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes is C/O MacLean and Ema, 2600 NE 14th St. Cswy., Pompano Beach, FL 33062.
- (3) **Agent for Service of Process.** The name and address of the Partnership's agent for service of process in Florida is Frederick R. MacLean, C/O MacLean and Ema, 2600 NE 14th St. Cswy., Pompano Beach, FL 33062.
- (4) **General Partner.** The name and business address of each General Partner in the Limited Partnership is as follows:

Name	Business Address
Alice Gutenkunst	1009 Casaurina Delray Beach, FL 33483

- (5) **Address of Partnership.** The mailing address of the Limited Partnership is C/O MacLean and Ema, 2600 NE 14th St. Cswy., Pompano Beach, FL 33062.
- (6) **Date of Dissolution.** The latest date on which the Limited Partnership is to dissolve is December 31, 2027.

Dated: September 30, 1997

Milwaukee, Wisconsin

GENERAL PARTNER

Alice Gutenkunst  
Alice Gutenkunst

RESIDENT AGENT

Frederick R. MacLean  
Frederick R. MacLean

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned who is the only General Partner of Gutenkunst, Ltd., declares that the capital contributions of all the Limited Partners in the Partnership are as follows:

- (1) The Limited Partners have made capital contributions in the following amounts:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>
Alice Gutenkunst	\$388,000
Joan Koenig	\$4,000
Richard Gutenkunst	\$4,000
Ruth O'Malley	\$4,000

- (2) There are no additional capital contributions that are contemplated at this time.

Dated: September 30, 1997

Michael J. [Signature], Wisconsin

GENERAL PARTNER

Alice Gutenkunst  
Alice Gutenkunst

SWORN TO and subscribed before me this 30 day of September, 1997.

McGuire-Duewel

Notary Public  
Commission No.  
My Commission Expires  
(SEAL)