

Charter Number Only

A97000002162

10/6/97

LOREN

VALIDATION ONLY

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 OCT -7 AM 10:42

Gutter, Joseph R, Ruffin

Requestor's Name

100 W. Cypress Creek Rd. #900

Address

Fort Lauderdale FL 33309

City

State

ZIP

Phone

954) 938-4555 E

CORPORATION(S) NAME

600002316056--1

-10/09/97--01058--022

****437.50 ****437.50

Boca/Arizona Partners, Ltd

() Profit
() NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

☒ Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

☒ Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

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

CR2E031 (R8-85)

Certified Copy

G. TAX
FILING 350.00
R. AGENT FEE 35.00
C. COPY 52.50
TOTAL 437.50
N. BANK
BALANCE DUE
REFUND

3/1

10/7/97

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DIVISION OF CORPORATIONS



Empire Toll Free: 1-800-432-3028

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BOCA/ARIZONA PARTNERS, LTD.

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes, do hereby certify and swear in this Certificate of Limited Partnership to the following:

1. NAME AND PRINCIPAL PLACE OF BUSINESS.

The name of the Limited Partnership and the address of its principal office is:

Boca/Arizona Partners, Ltd.
510 Goolsby Boulevard
Deerfield Beach, FL 33442

2. REGISTERED AGENT.

The name and address of the Registered Agent for the Limited Partnership is:

Boca Beverage Corp.
510 Goolsby Boulevard
Deerfield Beach, FL 33442

3. GENERAL PARTNERS.

The name and business addresses of the general partners are as follows:

Boca Beverage Corp.
510 Goolsby Boulevard
Deerfield Beach, FL

Arizona Corp., Inc.
c/o Hornell Brewing Co., Inc.
5 Dakota Drive - Suite 205
Lake Success, NY 11042

Prepared by:

RICHARD A. JOSEPH, ESQ.
GUTTER, JOSEPH & RUFFIN, P.A.
100 W. Cypress Creek Road, Suite 900
Ft. Lauderdale, FL 33309
Florida Bar No. 251852

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V62103

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4. EFFECTIVE DATE. This Limited Partnership shall be effective upon the filing of this Certificate.

5. MAILING ADDRESS.

The mailing address and the principal place of business address of the Limited Partnership, which are the same, is:

510 Goolsby Boulevard
Deerfield Beach, FL 33442

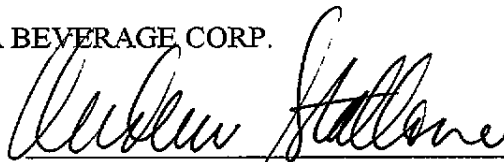
6. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership, this 20 day of February, 1997.

BOCA BEVERAGE CORP.

By:


Andrew Stallone, Vice President

ARIZONA CORP., INC.

By:


Don Vultaggio

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ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for Boca/Arizona Partners, Ltd., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 2d day of May, 1997.

BOCA BEVERAGE CORP.

By:


Andrew Stallone, Vice President

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AFFIDAVIT

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BOCA BEVERAGE CORP., one of the General Partners of Boca/Arizona Partners, Ltd.
("Limited Partnership"), being duly sworn, deposes and says:

The total of capital contributions of the limited partners of the Limited Partnership through this date and anticipated in the future is Fifty Thousand (\$50,000) Dollars. There are presently no anticipated future capital contributions of the limited partners.

BOCA BEVERAGE CORP.

By: *Andrew Stallone*
Andrew Stallone, Vice President

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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

ON THIS 2d day of May, 1997, before me personally appeared Andrew Stallone, who is personally known to me, or who produced MS as identification, to be the person who executed the foregoing instrument, and who did take an oath.

[Signature]
NOTARY PUBLIC
Name of Notary: _____
Commission No. _____

Commission Expires: _____



Richard A. Josepher
MY COMMISSION # CC587811 EXPIRES
October 30, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

AFFIDAVIT

STATE OF NEW YORK)
) SS:
COUNTY OF Nassau)

ARIZONA CORP., INC., one of the General Partners of Boca/Arizona Partners, Ltd.
("Limited Partnership"), being duly sworn, deposes and says:

The total of capital contributions of the limited partners of the Limited Partnership through
this date is Fifty Thousand (\$50,000) Dollars. There are presently no anticipated future capital
contributions of the limited partners.

ARIZONA CORP.

By: Don Vultaggio
Don Vultaggio

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 AM 10:42

STATE OF NEW YORK)
) SS:
COUNTY OF NASSAU)

ON THIS 20 day of February, 1997, before me personally appeared Don Vultaggio,
who is personally known to me, or who produced DRIVERS LICENSE as identification, to
be the person who executed the foregoing instrument, and who did take an oath.

Vincent John Fatato
NOTARY PUBLIC

Name of Notary: VINCENT JOHN FATATO
Commission No. 01FA 1171520

Commission Expires:

AGREEMENT BOCA CLP
1/27/97

VINCENT JOHN FATATO
Notary Public, State of New York
01FA1171520
Qualified in Rockland County
Term Expires May 31, 19 97