

**CORPORATE
ACCESS,
INC.**


A97000002164

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

WALK IN

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10/7/97 1:00 

☒ **CERTIFIED COPY**

CUS

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☒ **FILING**

1.) Evelyn F. Cragg Family Partnership, Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
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9.) _____
(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

U. TAX _____
FILING 52.50
R. AGENT FEE 35.07
C. COPY 52.50
TOTAL 140.00
N. BANK _____
BALANCE DUE _____
REFUND _____

BK
10/7/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 PM 12:00

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****140.00 ****140.00

RECEIVED
97 OCT -7 AM 10:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.**

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 OCT -7 PM 12:00

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, the undersigned, desiring to form a limited Partnership, hereby state the following:

1. The name of the Partnership is EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.

2. The character of the business to be conducted by the Partnership is to engage in the business of owning various security and investments for long term growth, including but not limited to stocks, bonds, limited partnerships, real estate, and other security instruments as the General Partners may purchase or sell on behalf of the partnership in the United States of America and for any other lawful business activity. The Partnership shall have the power and authority to purchase, own, and hold various securities, including but not limited to stocks, bonds, limited partnership interests, real estate, and other security instruments. The Partnership shall also have the power to pledge, lien and encumber the securities it owns in connection with its ownership and execute any and all ancillary documents related to such encumbrance.

3. The location and mailing address of the principal place of business of the Partnership is 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789.

4. The term for which the Partnership is to exist shall commence on the date this Certificate of Limited Partnership is filed, and shall continue until the close of business on

December 31, 2050, unless sooner terminated by consent of the General Partners or pursuant to the terms and conditions of the Limited Partnership Agreement.

5. The names, places of business, units and percentage of shares of the General Partners are:

	<u>Units</u>	<u>Percentage Owned</u>
Susan Stebbins 84 Upland Road Brookline, MA 02146	4	0.4%
Elisabeth de Manio 1279 Whitehall Place Sarasota, FL 34242	4	0.4%
Nancy Lincoln 43 Hedge Road Brookline, MA 02146	4	0.4%

6. The names, places of business, number of units and percentage share of the Limited Partners are:

	<u>Units</u>	<u>Percentage Owned</u>
Evelyn F. Cragg Trust dated 4/11/90 Evelyn F. Cragg, Trustee Winter Park Towers & Village North 1804 Summerfield Winter Park, Florida 32792	988	98.8%

7. The General Partners shall be required to make an initial capital contribution of cash in the total amount of \$12.00.

FILED STATES
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
197 OCT -1 PM 12:00

8. The Limited Partners shall be required to make an initial total capital contribution of securities or cash in the total amount of \$988.00.

9. The Limited Partners may be required to make additional capital contributions to the Partnership.

10. The Limited Partners shall not be entitled to the return of their capital contributions except by virtue of distributions pursuant to the Partnership Agreement or upon dissolution of the Partnership.

11. The share of the profits or other compensation by way of income which the Limited Partners shall receive by reason of their capital contributions is a total of ninety-eight and eight-tenths percent (98.8%) in accordance with Paragraph 6 above.

12. The Limited Partners have the right to substitute an assignee of their Partnership interest as a contributor in their place only with the written consent of the General Partners, and upon the following terms and conditions: executing an instrument of assignment and filing same with the General Partners, executing any additional instruments the General Partners deem necessary and paying to the Partnership all costs involved in making this amendment.

13. The General Partners have the right to admit additional Limited Partners.

14. Upon adjudication of bankruptcy or filing of a petition under the Federal Bankruptcy Act, withdrawal or removal of the General Partners, or the death or adjudication of incompetency of the General Partners, the Partnership will be dissolved unless within sixty (60) days after such event the Limited Partners elect to continue the business of the Partnership and select a substitute General Partner who agrees in writing to accept such selection.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 OCT 17 PM 12:00

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed, pursuant to the terms of the Partnership Agreement, partnership property distributed in kind.

16. This Certificate may be executed in any number of counterparts, each of which, when executed, shall be deemed to be an original and all of which together shall be deemed to be one and the same instrument.

IN WITNESS WHEREOF, we have hereunto set our hands this 19th day of September, 1997, effective upon filing with the Florida Secretary of State.

"General Partners"

Susan Rice Stebbins
Rice

SUSAN STEBBINS

ELISABETH de MANIO

NANCY LINCOLN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 PM 12:00

"Limited Partners"

EVELYN F. CRAGG TRUST DATED 4/11/90,
EVELYN F. CRAGG, TRUSTEE

By: _____
Evelyn F. Cragg, Trustee

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed, pursuant to the terms of the Partnership Agreement, partnership property distributed in kind.

16. This Certificate may be executed in any number of counterparts, each of which, when executed, shall be deemed to be an original and all of which together shall be deemed to be one and the same instrument.

IN WITNESS WHEREOF, we have hereunto set our hands this 11th day of September, 1997, effective upon filing with the Florida Secretary of State.

"General Partners"

SUSAN STEBBINS

Elizabeth C. de Manio
ELISABETH de MANIO

NANCY LINCOLN

"Limited Partners"

**EVELYN F. CRAGG TRUST DATED 4/11/90,
EVELYN F. CRAGG, TRUSTEE**

By: Evelyn F. Cragg
Evelyn F. Cragg, Trustee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT -7 PM 12:00

15. No right is given to the Limited Partners to demand and receive property other than cash in return for their contributions. However, upon dissolution there may be distributed, pursuant to the terms of the Partnership Agreement, partnership property distributed in kind.

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"General Partners"

SUSAN STEBBINS

ELISABETH de MANIO

Nancy C. Lincoln

NANCY LINCOLN

"Limited Partners"

**EVELYN F. CRAGG TRUST DATED 4/11/90,
EVELYN F. CRAGG, TRUSTEE**

By: _____
Evelyn F. Cragg, Trustee

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT -7 PM 12:00

STATE OF MASSACHUSETTS

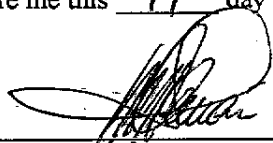
COUNTY OF NORFOLK

The foregoing instrument was acknowledged before me this 19 day of Sept, 1997, by Susan Stebbins.

☒ Personally known to me.

☒ Produced identification:

Type: MASS DL


Notary Public

ALLYSIS ALEMAN

Notary Public

My Commission Expires November 4, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 7 PM 12:00

STATE OF FLORIDA

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Elisabeth de Manio.

☐ Personally known to me.

☐ Produced identification:

Type: _____

Notary Public

STATE OF MASSACHUSETTS

COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Nancy Lincoln.

☐ Personally known to me.

☐ Produced identification:

Type: _____

Notary Public

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Evelyn F. Cragg, as Trustee of the Evelyn F. Cragg Trust dated 4/11/90.

☐ Personally known to me.

☐ Produced identification:

Type: _____

Notary Public

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT -7 PM 12:00

STATE OF MASSACHUSETTS
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Susan Stebbins.

- ☐ Personally known to me.
☐ Produced identification:

Type: _____

Notary Public

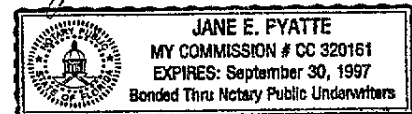
STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 11th day of September, 1997, by Elisabeth de Manio.

- ☒ Personally known to me.
☐ Produced identification:

Type: _____

Jane E Pyatte
Notary Public



STATE OF MASSACHUSETTS
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Nancy Lincoln.

- ☐ Personally known to me.
☐ Produced identification:

Type: _____

Notary Public

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 22nd day of September, 1997, by Evelyn F. Cragg, as Trustee of the Evelyn F. Cragg Trust dated 4/11/90.

- ☒ Personally known to me.
☐ Produced identification:

Type: _____



DOLORES T FIELD
My Commission CC560330
Expires Jun. 10, 2000

Dolores T. Field

STATE OF MASSACHUSETTS
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Susan Stebbins.

- ☐ Personally known to me.
☐ Produced identification:

Type: _____ Notary Public

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Elisabeth de Manio.

- ☐ Personally known to me.
☐ Produced identification:

Type: _____ Notary Public

STATE OF MASSACHUSETTS
COUNTY OF NORFOLK

The foregoing instrument was acknowledged before me this 19th day of SEPTEMBER, 1997, by Nancy Lincoln.

- ☐ Personally known to me.
☒ Produced identification:

Type: COMM. OF MASS. DRIVERS
LIC. # 229548156 Exp. 11-7-98


Notary Public

My Commission Expires September 28, 2001

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this _____ day of _____, 1997, by Evelyn F. Cragg, as Trustee of the Evelyn F. Cragg Trust dated 4/11/90.

- ☐ Personally known to me.
☐ Produced identification:

Type: _____ Notary Public

**LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION
OF EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.**

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT -7 PM 12:00

In compliance with Section 620.105, Florida Statutes, the following is submitted:

First, that Evelyn F. Cragg Family Partnership, Ltd., with its place of business at 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, has named Robert P. Saltsman, 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

**EVELYN F. CRAGG FAMILY
PARTNERSHIP, LTD.,**
a Florida limited Partnership

Susan Ricci Stebbins
By: *R Ricci*
Susan Stebbins, General Partner

Date: _____

By: _____
Elisabeth de Manio, General Partner

Date: _____

By: _____
Nancy Lincoln, General Partner

Date: _____

Having been named to accept Service of Process for the above stated Limited Partnership, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

Robert Saltsman
Robert P. Saltsman

Date: 9/29/97

**LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION
OF EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 PM 12:00

In compliance with Section 620.105, Florida Statutes, the following is submitted:

First, that Evelyn F. Cragg Family Partnership, Ltd., with its place of business at 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, has named Robert P. Saltsman, 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

**EVELYN F. CRAGG FAMILY
PARTNERSHIP, LTD.,**
a Florida limited Partnership

By: _____
Susan Stebbins, General Partner

Date: _____

By: Elizabeth C. de Manio
Elizabeth de Manio, General Partner

Date: _____

By: _____
Nancy Lincoln, General Partner

Date: _____

Having been named to accept Service of Process for the above stated Limited Partnership, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

Robert P. Saltsman

Date: _____

**LIMITED PARTNERSHIP REGISTERED AGENT DESIGNATION
OF EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.**

FILED STATE
SECRETARY OF CORPORATIONS
97 OCT -7 PM 12:00

In compliance with Section 620.105, Florida Statutes, the following is submitted:

First, that Evelyn F. Cragg Family Partnership, Ltd., with its place of business at 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, has named Robert P. Saltsman, 222 W. Comstock Avenue, Suite 210, Winter Park, Florida 32789, as its agent to accept service of process within the State of Florida.

**EVELYN F. CRAGG FAMILY
PARTNERSHIP, LTD.,**
a Florida limited Partnership

By: _____
Susan Stebbins, General Partner

Date: _____

By: _____
Elisabeth de Manio, General Partner

Date: _____

By: Nancy Lincoln
Nancy Lincoln, General Partner

Date: _____

Having been named to accept Service of Process for the above stated Limited Partnership, at the place designated in this certificate, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192, Florida Statutes.

Robert P. Saltsman

Date: _____

**AFFIDAVIT FOR CERTIFICATE OF LIMITED PARTNERSHIP
OF EVELYN F. CRAGG FAMILY PARTNERSHIP, LTD.**

STATE OF MASSACHUSETTS
COUNTY OF Norfolk

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared Susan Stebbins, a General Partner of Evelyn F. Cragg Family Partnership, Ltd., ("Affiant"), who being first duly sworn, deposes and says:

1. That the total contributed by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

2. That the anticipated total capital contribution by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

FURTHER AFFIANTS SAYETH NAUGHT.

Susan Ricci Stebbins
SUSAN STEBBINS
Ricci

Sworn to and subscribed before me
on this 19 day of Sept, 1997
by Susan Stebbins.

Ulysis Aleman
Notary Public

ULLYSIS ALEMAN
Notary Public

My Commission Expires November 4, 1999

☒ Personally known to me.

☒ Produced identification:

Type: MARS DL

STATE OF FLORIDA

COUNTY OF Sarasota

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared Elisabeth de Manio, a General Partner of Evelyn F. Cragg Family Partnership, Ltd., ("Affiant"), who being first duly sworn, deposes and says:

1. That the total contributed by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

2. That the anticipated total capital contribution by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

FURTHER AFFIANT SAYETH NAUGHT.

Elisabeth C. de Manio
ELISABETH de MANIO

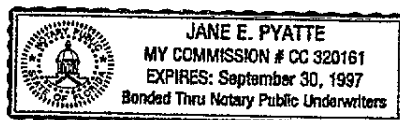
Sworn to and subscribed before me,
on this 11th day of September, 1997
by Elisabeth de Manio.

☒ Personally known to me.

☐ Produced identification:

Type: _____

Jane E. Pyatte
Notary Public



STATE OF MASSACHUSETTS
COUNTY OF Norfolk

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT -7 PM 12:00

Pursuant to Chapter 620.108 Florida Statutes, before me, the undersigned authority, this day personally appeared Nancy Lincoln, a General Partner of Evelyn F. Cragg Family Partnership, Ltd., ("Affiant"), who being first duly sworn, deposes and says:

1. That the total contributed by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

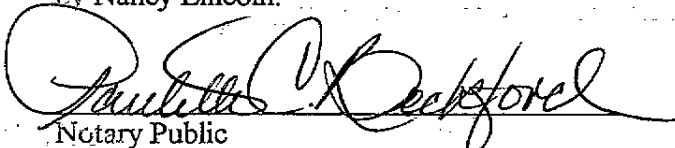
2. That the anticipated total capital contribution by the Limited Partners to Evelyn F. Cragg Family Partnership, Ltd. is as follows:

<u>Limited Partners</u>	<u>Amount</u>
Evelyn F. Cragg Trust dated 4/11/90	\$988.00

FURTHER AFFIANT SAYETH NAUGHT.


NANCY LINCOLN

Sworn to and subscribed before me
on this 19th day of SEPTEMBER, 1997
by Nancy Lincoln.


Notary Public

☐ Personally known to me.

☒ Produced identification:

Type: COMM. OF MASS. DRIVERS
LIC. # 229548156 EXP. 11-7-98

My Commission Expires September 28, 2001