

A97000002326

LAW OFFICES

COHEN, TODD, KITE & STANFORD, LLC

FAIRFAX OFFICE:

SUITE 212, COLUMBIA WOOSTER BUILDING
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PHILIP A. COHEN (1896-1970)
HAWLEY TODD (1909-1985)
PAUL A. NEMANN (1945-1990)

OF COUNSEL:
CLARENCE E. BARNES
SAMUEL J. GINSBURG
JOHN W. KILCOYNE
W. GARY KING
MARVIN L. MARTIN **

FAIRFAX OFFICE:
BURGESS L. DOAN †
JANET L. HOUSTON
R. FRED KEITH *
STEPHEN E. WHARTON
ROBERT C. SCROGGINS

CINCINNATI OFFICE:
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DENISE C. LEE
MATTHEW MCD. KITE

† ALSO ADMITTED IN KENTUCKY
* ALSO ADMITTED IN FLORIDA
* ADMITTED ONLY IN KENTUCKY
** ADMITTED ONLY IN CALIFORNIA
◇◇ FLORIDA BOARD CERTIFIED
REAL ESTATE LAWYER

CINCINNATI OFFICE:
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TELEPHONE (606) 261-6800

October 3, 1997

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

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-10/08/97--01016--001
****210.00 ****210.00

Dear Sir or Madam:

Enclosed please find for filing a Certificate of Limited Partnership for the Marquard Family Partnership. Under Power of attorney, I have been authorized to advise you the initial capital contribution to the partnership will be \$25,000.00. Documentation will be filed and the fee paid in the event the capitalization exceeds \$25,000.00

I have enclosed a check for \$210.00 to cover the filing fee. Please return a filed, stamped copy of the Certificate of Limited Partnership in the enclosed envelope.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Fred Keith

R. Frederick Keith

Name	
Availability	REF: jkh
Document	
Examiner	Enclosures
Update:	0009097.WP 000 10/3/97
Updater	
Verifier	
Acknowledgement	---
W. P. Verifier	---

FILED
97 OCT 27 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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12
\$25,000.00

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October 24, 1997

Ms. Diane Cushing
Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Marquard Family Partnership, Ltd.
Ref. Number: W97000023189

Dear Ms. Cushing:

Enclosed please find the corrected Certificate of Limited Partnership for filing.

If you have any questions, please contact me.

Very truly yours,

Fred Keith
R. Frederick Keith

RFK:mt
Enclosure

0009310.WP
10/24/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 10, 1997

R. FREDERICK KEITH
COHEN TODD KITE & STANFORD, LLC
5710 WOOSTER PIKE, SUITE 212
CINCINNATI, OH 45227-4520

SUBJECT: MARQUARD FAMILY PARTNERSHIP, LTD.
Ref. Number: W97000023189

We have received your document for MARQUARD FAMILY PARTNERSHIP, LTD. and your check(s) totaling \$210.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The registered agent must sign accepting the designation.

Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 097A00049751

CERTIFICATE OF LIMITED PARTNERSHIP

WHEREAS, the General and Limited Partners referred to in Item (4) herein have formed a Limited Partnership pursuant to Uniform Limited Partnership Act of Florida, Section 620 of the Florida Revised Statutes; and

NOW, THEREFORE, it is agreed by and among the parties hereto that upon the execution and delivery of this Certificate of Limited Partnership, a Limited Partnership shall exist composed of the General and Limited Partners referred to above, formed pursuant to the Uniform Limited Partnership Act, Section 620 of the Florida Revised Statutes, upon the following terms and conditions:

(1) The partnership shall be conducted under the firm name and style of MARQUARD FAMILY PARTNERSHIP, LTD.

(2) The principal office, place of business and mailing address shall be at 5214 Fisher Island Drive, Fisher Island, Florida 33109.

(3) The agent for service of process shall be William A. Marquard, 5214 Fisher Island Drive, Fisher Island, FL 33109.

(4) The purpose and business of the partnership shall be to acquire, maintain and hold investments of all kinds which the Limited Partnership may hold or to conduct business.

(5) The name and address of each of the General Partners and of the Limited Partners, together with the interest in the profits of the Partnership of the General Partners and the Limited Partners, shall be as follows:

<u>Percentage</u> <u>General Partners</u>	<u>Percentage of</u> <u>Partnership</u>	<u>Profits &</u> <u>Cash Flow</u>	<u>of Loss</u>
	<u>Equity</u>	<u>Allocation</u>	
William A. Marquard 5214 Fisher Island Drive Fisher Island, FL 33109	1%	1%	1%
Margaret T. Marquard 5214 Fisher Island Drive Fisher Island, FL 33109	1%	1%	1%
<u>Limited Partners "A"</u>			
William A. Marquard Trust William A. Marquard, Trustee 5214 Fisher Island Drive Fisher Island, Florida 33109	98%	98%	98%

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TALLAHASSEE, FLORIDA

(6) The term of the partnership shall perpetual.

IN WITNESS WHEREOF, the General Partners have set their hands this 18th day of August, 1997.

Robert J. Stenn
Lisa Fryman
Robert J. Stenn
Lisa Fryman

William A. Marquard
William A. Marquard,
General Partner

Margaret T. Marquard
Margaret T. Marquard,
General Partner

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97 OCT 21 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Kentucky

COUNTY OF Nicholas

The foregoing instrument was acknowledged before me, this 18th day of August, 1996, by William A. Marquard, general partner, on behalf of Marquard Family Partnership, Ltd., a partnership. He is personally known to me or has produced _____ as identification.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal, this 18th day of August, 1997.

Lisa Fryman

STATE OF Kentucky

COUNTY OF Nicholas

LISA FRYMAN, NOTARY PUBLIC
STATE AT LARGE, KENTUCKY
MY COMMISSION EXPIRES 7/30/2000

The foregoing instrument was acknowledged before me, this 18th day of August, 1996, by Margaret T. Marquard, general partner, on behalf of Marquard Family Partnership, Ltd., a partnership. She is personally known to me or has produced _____ as identification.

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and affixed my notarial seal, this 18th day of August, 1997.

Lisa Fryman

LISA FRYMAN, NOTARY PUBLIC
STATE AT LARGE, KENTUCKY
MY COMMISSION EXPIRES 7/30/2000

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of MARQUARD FAMILY PARTNERSHIP, LTD.

a Florida Limited Partnership, certify:

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$ 25,000

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 25,000

Signed this 18TH day of AUGUST, 19 97

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

William A. Marquard
General Partner William A. Marquard

Margaret J. Marquard
General Partner Margaret J. Marquard

General Partner

General Partner

General Partner

General Partner