

Document Number Only

A98000000308

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 30 PM 4: 11

A98000000308

~~Sandwich, Ltd~~

Snowcastle, Ltd

LP = 87.50
CERT 61 * 25

CORAFLLP

500002421365-9

02/04/98 01014-009

****148.75 ****148.75

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Reinstatement

☐ Limited Liability Partnership

☒ Certified Copy

☐ Annual Report

☐ Fict. Filing

☐ Photo Copies

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ Other

☐ Change of R.A.

☐ UCC-1

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☐ After 4:30

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Please Return Extra Copy(s)
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Document Examiner
Updater
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Acknowledgment
W.P. Verifier

1-30-98

mk 1/30/98
Buck: Please call

Melanie ASAP

w/ Answer que.

Today please date to 1-30-98

Thanks!



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 30, 1998

File C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: SANDCASTLE, LTD.
Ref. Number: W98000002215

Suncastle, Ltd.

Snowcastle, Ltd.

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

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

PLEASE NOTE THAT NO MONEY OR CHECKS WERE RECEIVED WITH THIS FILING, AND THAT NO MONEY OR CHECKS HAVE BEEN RETAINED.

In addition to the PRINCIPAL ADDRESS OF THE PARTNERSHIP listed in ARTICLE I, the document must also state a MAILING ADDRESS for the partnership.

ALSO, PLEASE CORRECT the AFFIDAVIT. Item 2 should state "The anticipated amount of ADDITIONAL contributions by the limited partners is \$0.00."

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) 487-6914.

To: Buck Kohr
Corporate Specialist

Letter Number: 898A00005536

Today Please

*Please backdate
to 1-30-98.*

*Please issue a
good standing +
certified
copy.*

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*\$148.75
(includes
gst + cc)*

both have same

okay to change

CERTIFICATE OF LIMITED PARTNERSHIP

OF

Snowcastle, Ltd.

ARTICLE I

Name

The name, address and telephone number of the Limited Partnership is:

Snowcastle, Ltd..
c/o 3001 Ponce De Leon Boulevard
Suite 262
Coral Gables, Florida 33134
(305) 441-9030

(mailing and principal office address)

ARTICLE II

Registered Office and Registered Agent

The address of the Registered Office of this limited partnership is:

3001 Ponce De Leon Boulevard
Suite 262
Coral Gables, Florida 33134

The name of the Registered Agent of this limited partnership at that address is:

Sharon S. Jones

Article III

General Partner(s)

This limited partnership shall have one (1) general partner. The number of general partners may be increased or decreased, from time to time, in accordance with the partnership agreement, but there shall never be fewer than one (1) general partner.

The name and address of the general partner of this limited

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partnership is:

Y Z Ventures, Inc.
c/o 3001 Ponce De Leon Boulevard
Suite 262
Coral Gables, Florida 33134

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The general partner is a Florida corporation which has maintained active status and has not been dissolved, revoked or withdrawn.

Article IV

Dissolution

The limited Partnership shall terminate upon the occurrence of any of the following events:

(a) The dissolution of the General partner, if a corporation (except a technical dissolution as a consequence of the transfer of all of the assets and liabilities of the General Partner to a successor entity in which the General Partner or its principals retain an interest, or a merger, consolidation, or other reorganization of the General Partner, all of which events expressly will not cause dissolution of the Partnership); or, if an individual, the General Partner's retirement or death; or withdrawal of the General Partner, as defined in the Florida Revised Limited Partnership Act;

(b) The filing of a petition in bankruptcy against the General Partner if such petition is not discharged within 60 days of the date of filing;

(c) The expiration of the fixed term of the Partnership on a

date 50 years from the commencement of the Partnership;

(d) The disposition of all Partnership Property; or

(e) The election of the General Partner to terminate the Partnership at any time.

The retirement, death, insanity, disability, bankruptcy, dissolution, or liquidation of a Limited Partner shall not dissolve the Partnership, nor shall the transfer of a Limited Partnership Interest dissolve or terminate the Partnership.

IN WITNESS WHEREOF, the undersigned general partner has executed this Certificate of Limited Partnership this 29 day of January, 1998.

Y Z VENTURES, INC.

By:

BRANKO ZUNJIC
President

STATE OF FLORIDA))
COUNTY OF DADE) SS:

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared, BRANKO ZUNJIC, President of Y Z Ventures, Inc., known to be the person described in and who executed the foregoing Certificate of Limited Partnership and acknowledged that he executed said Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Coral Gables, Dade County, Florida this 29 day of January, 1998.

Notary Public, State of
Florida at Large

My commission expires:

3.



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**AFFIDAVIT OF CONTRIBUTIONS OF LIMITED PARTNERS
OF**

Snowcastle, Ltd.

BEFORE ME, the undersigned, personally appeared Y Z VENTURES, INC., a general partner of Snowcastle, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$7,294.82.

2. The ^{additional} anticipated amount of the capital contributions by the limited partners is \$0.00.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner

Y Z VENTURES, INC., a
Florida corporation

By: [Signature]
Branko Zunjic
President

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Branko Zunjic, President of Y Z Ventures, Inc., General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as President of the General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 29 day of January, 1998.

[Signature]
NOTARY PUBLIC, state of
Florida at Large

My Commission Expires:



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CERTIFICATE DESIGNATING REGISTERED OFFICE OF
LIMITED PARTNERSHIP AND NAMING REGISTERED
AGENT AND RESIDENT AGENT UPON WHOM SERVICE
OF PROCESS MAY BE HAD WITHIN THIS STATE

In pursuance of Chapters 48.091 and 620.105, Florida Statutes,
the following is submitted in compliance thereof:

First-- that Snowcastle, Ltd., desiring to organize under the
laws of the State of Florida, has designated the street address of
the registered office of this limited partnership as being 3001
Ponce de Leon Boulevard, Suite 262, Coral Gables, Dade County,
Florida, and the name of the registered and resident agent of this
limited partnership at that address is: SHARON S. JONES.

ACKNOWLEDGMENT:

Having been named as registered agent and resident agent for
the above stated limited partnership, at the registered office of
the limited partnership designated above, I hereby accept to act in
this capacity, and agree to comply with the provisions of said acts
and relative to keeping open said office.

By: 

SHARON S. JONES
Registered Agent and
Resident Agent