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LAW OFFICES  
SCOTT M. GRANT, P.A.  
3341 TAMiami TRAIL NORTH  
NAPLES, FLORIDA 34103  
(941) 649-4848  
FAX (941) 643-9810  
E-MAIL: 102603.3131@compuserve.com

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 MAR 23 PM 4:31

FILED

ADMITTED IN FL AND MA

February 12, 1998

Secretary of State  
New Corporation Limited Liability  
Post Office Box 6327  
Tallahassee, Florida 32314

400002431244--5  
-02/16/98--01054--007  
\*\*\*1785.00 \*\*\*1785.00

Re: LIMITED PARTNERSHIP AGREEMENT OF K. & R. PARTNERS, LTD,  
A Florida Limited Partnership

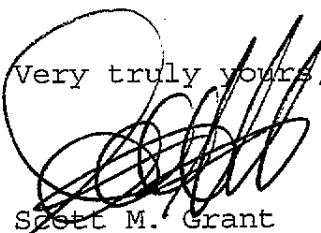
Dear Sir/Madam:

~~10022555~~  
CM

Enclosed please find Articles of Organization for Florida Limited Liability Company, in duplicate, together with a check in the amount of \$1785.00, payable to Florida Division of Corporations representing the filing fee. Please return a stamped copy upon acceptance.

If there are any questions please do not hesitate to contact the undersigned.

Very truly yours,



Scott M. Grant

SMG/mj  
Enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 18, 1998

SCOTT M. GRANT, P.A.  
3341 TAMiami TRAIL NORTH  
NAPLES, FL 34103

SUBJECT: K. & R. PARTNERS, LTD.  
Ref. Number: W98000003654

FILED  
98 MAR 23 PM 4:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for K. & R. PARTNERS, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 098A00009359



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 10, 1998

SCOTT M. GRANT, P.A.  
3341 TAMIAMI TRAIL NORTH  
NAPLES, FL 34103

SUBJECT: K. & R. PARTNERS, LTD.  
Ref. Number: W98000003654

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for K. & R. PARTNERS, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Your Certificate of Limited Partnership is designating Samuel Romano as registered agent, therefore that's the person that needs to sign accepting the designation, not Donna Koonce. We also must have an original signature.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

Letter Number: 198A00012997

CERTIFICATE OF LIMITED PARTNERSHIP

OF

K. & R. PARTNERS, LTD.  
a Florida Limited Partnership

(filed pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act)

1. The name of the Limited Partnership is K. & R. PARTNERS, LTD.
2. The address of the office of the Limited Partnership is 2140 Arielle Drive, #401, Naples, Florida 34104

The name and address of the agent for service of process is ~~Samuel Romano~~, 2140 Arielle Drive, ~~#401~~, Naples, Florida 34104  
#410

DONNA KOONCE

3. The names and addresses of the General Partners are:

Samuel Romano  
2140 Arielle Drive, #401  
Naples, Florida 34104

Catherine Romano  
2140 Arielle Drive, #401  
Naples, Florida 34104

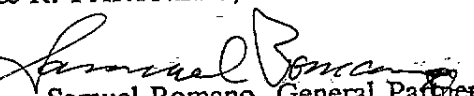
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TALLAHASSEE, FLORIDA

4. The mailing address of the Limited Partnership is 2140 Arielle Drive, #401, Naples, Florida 34104
5. The latest date upon which the Limited Partnership is to dissolve is 40 years from and after the date this Certificate of Limited Partnership is filed with the Department of State of the State of Florida

Dated: February 5 1998  
~~December~~, 1997

K. & R. PARTNERS, LTD.

By:

  
Samuel Romano, General Partner

# AFFIDAVIT

STATE OF FLORIDA )  
COUNTY OF *Collier* ) SS

Samuel Romano, on oath deposes and states that he is a General Partner of K. & R. PARTNERS, LTD., a Florida Limited Partnership, and that the following is the amount of the capital contribution and anticipate capital contribution of each of the Limited Partners:

<u>Name of Limited Partner</u>	<u>Amount of Contribution</u>	<u>Amount of Anticipated Contribution</u>
Samuel Romano, as Trustee of the Samuel Romano Revocable Trust	\$ 300,439.00	Same
Catherine Romano, as Trustee of the Catherine Romano Revocable Trust	\$ 10.00	Same

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

*Samuel Romano*  
Samuel Romano

Subscribed and sworn to before me  
this *5th* day of *February*, 199*8*.

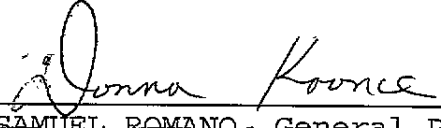
*[Signature]*  
Notary Public

NOTARY PUBLIC  
STATE OF FLORIDA  
SCOTT M. GRANT  
COMMISSION # CC 413842  
EXPIRES OCT 16, 1998  
BONDED THRU  
ATLANTIC BONDING CO., INC.

K. & R. PARTNERS, LTD.  
a Florida Limited Partnership

ACCEPTANCE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

The undersigned, having been named as registered agent and to accept service of process for the above-stated limited partnership at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
~~SAMUEL ROMANO~~, General Partner  
Donna Koonce

Dated: February, 28, 1998

PREPARED BY:

Scott M. Grant, Esquire  
Scott M. Grant, P.A.  
3341 Tamiami Trail North  
Naples, Florida 34103  
(941) 649-4848  
Florida Bar No: 33922

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