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++ BOARD CERTIFIED MARITAL AND FAMILY LAWYER

April 23, 1998

JOHN R. TATUM
(1926-1995)

AMY R. REECK
(OF COUNSEL)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 24 PM 4:09

FILED

Via Federal Express

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Covers Credit Ltd.

100002500291--5
-04/24/98--01118--002
***1785.00 ***1785.00

Dear Sir/Madam:

Please find enclosed the following original documents for filing with the Florida Secretary of State:

1. Certificate of Limited Partnership of Covers Credit, Ltd.;
2. Affidavit Regarding Capital Contribution of Limited Partners of Covers Credit Corp.; and
3. Certificate Designating Place of Business or Domicile for the Service of Process Within Florida, Naming Agent Upon Whom Process May Be Served.

Please also find enclosed a check payable to the Florida Department of State in amount of \$1,785.00 as your filing fee. Upon your receipt of the foregoing, please have these documents filed with your office as soon as possible, and return a file-stamped copy of same to me, along with your letter confirming the filing.

A98-1037

428

Document	OK
Updater	OK
Updater	OK
Verifier	OK
Acknowledgment	OK
W. P. Verity	OK


Florida Secretary of State
Division of Corporations
April 23, 1998
Page 2

If you have any questions or concerns regarding this matter, or should require any additional information to process this filing, please feel free to contact me at (954) 522-2200, ext. 28.

Thank you for your attention to this matter.

Very truly yours,

BRINKLEY, McNERNEY, MORGAN,
SOLOMON & TATUM, LLP

By 
KIMBERLY ABBATE, Legal Assistant
to Christopher M. Trapani, Esquire

/ka
Enclosures

G:\WPFILES\KIM\COVERSL-SECSTA.01

FILED
98 APR 24 PM 4: 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF
COVERS CREDIT, LTD.

FILED
98 APR 24 PM 4: 09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned General Partner(s) hereby make(s) and file(s) this Certificate of Limited Partnership for COVERS CREDIT, LTD., hereinafter referred to as the Partnership.

1. Name of Partnership. The name of the Partnership is COVERS CREDIT, LTD.
2. Mailing Address. The mailing address of the Partnership shall be:

2649 Marion Drive
Fort Lauderdale, Florida 33316

or at such other place or places as the General Partner may, from time to time, determine.

3. Registered Agent. The initial registered agent of the Partnership shall be GUNTHER E. COVERS, whose address is:

2649 Marion Drive
Fort Lauderdale, Florida 33316

4. Name and Business Address of General Partner. The name and address of the General Partner is:

Covers Credit Corp.
2649 Marion Drive
Fort Lauderdale, Florida 33316

997-30108

5. Term. The Partnership and the limitation of liability of the Limited Partners shall commence on the date on which this Certificate of Limited partnership is filed with the Florida Department of State. The Partnership shall continue until December 31, 2048, unless sooner terminated as provided in the Agreement of Limited Partnership.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals on the 22nd day of April, 1998.

GENERAL PARTNER
COVERS CREDIT CORP.

By: _____

Gunther Covers, President

(SEAL)

**AFFIDAVIT REGARDING CAPITAL CONTRIBUTION
OF LIMITED PARTNERS OF
COVERS CREDIT CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR 24 PM 4: 09

FILED

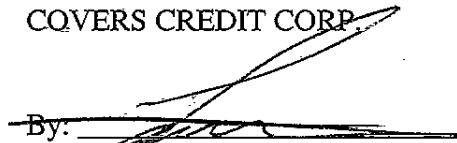
STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared, GUNTHER E. COVERS, as President of COVERS CREDIT CORP., the General Partner of COVERS CREDIT LTD., who was sworn and says the Limited Partners' capital contributions that are anticipated are as follows:

<u>Limited Partners</u>	<u>Capital Contribution</u>
Gunther E. Covers	\$250,000.00

An estimated \$1,000,000.00 of additional contributions are anticipated.

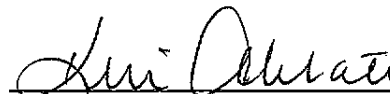
GENERAL PARTNER
COVERS CREDIT CORP.

By: 
Gunther E. Covers, President

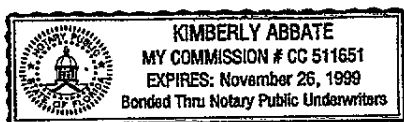
The foregoing instrument was acknowledged before me this 22nd day of April, 1998, by GUNTHER E. COVERS, President of COVERS CREDIT CORP.

☐ who is personally known to me
☒ who has produced FL Drivers License as identification

and who [did/did not] take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.


NOTARY PUBLIC, State of Florida
Printed Name: KIM ABBATE

My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

COVERS CREDIT, LTD., a Florida limited partnership, desiring to organize under the laws of the State of Florida, with its principal place of business as indicated in the foregoing Certificate of Limited Partnership, State of Florida, has named GUNTHER E. COVERS, whose address is:


2649 Marion Drive
Ft. Lauderdale, Florida 33316

as its agent to accept service of process within Florida, and as its Statutory Registered Agent.

ACKNOWLEDGMENT AND ACCEPTANCE

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 act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 4/22/98


GUNTHER E. COVERS
Registered Agent

STATE OF FLORIDA)
)ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 22nd day of April, 1998, by GUNTHER E. COVERS.

[] who is personally known to me
[✓] who has produced FL Driver's License as identification

and who [did/did not] take an oath, and who acknowledged before me that he executed the same as his free and voluntary act for the uses and purposes therein set forth.


NOTARY PUBLIC, State of Florida
Printed Name: Kim ABBATE

My commission expires:

