

A98000001654



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 875229 7149102

AUTHORIZATION : Patricia Piguet

COST LIMIT : \$ 140.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
98 JUN 30 PM 4:21

ORDER DATE : June 30, 1998

ORDER TIME : 10:05 AM

ORDER NO. : 875229-010

CUSTOMER NO: 7149102

CUSTOMER: Onelia Gaffney, Paralegal  
CENTRES INC.

498A000036418

Two Datron Center, Suite 1528  
9130 S. Dadeland Boulevard  
Miami, FL 33156

600002575976--6

DOMESTIC FILING

NAME: MIDWEST MUSKEGON LIMITED  
PARTNERSHIP

EFFECTIVE DATE:

(5)

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

BK 6/30/98

Name	<u>XX</u>	CERTIFIED COPY
Availability		PLAIN STAMPED COPY
		CERTIFICATE OF GOOD STANDING
Document Examiner	CONTACT PERSON: Tamara Odom	
Updater		
Updater Verifier		
Acknowledgement	DCC	
W. P. Verifier	DCC	

EXAMINER'S INITIALS:

RECEIVED  
98 JUN 30 AM 10:44  
DIVISION OF CORPORATION

00000000  
JUN 30 1998

W980000014976



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 30, 1998

TAMARA ODOM  
CSC  
TALLAHASSEE, FL 32301

SUBJECT: MIDWEST MUSKEGON LIMITED PARTNERSHIP  
Ref. Number: W98000014976

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DIVISION OF CORPORATIONS  
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We have received your document for MIDWEST MUSKEGON LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$140.00. However, the document has not been filed and is being returned for the following:

Our law requires that we have the principal address and the mailing address. In section 2 of the certificate you have the principal and registered office address. In section 4 you have the mailing address of the sole general partner. Please correct either section to indicate that it's the mailing address of the limited partnership.

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: 398A00035517

REC'D  
DIVISION OF CORPORATIONS  
98 JUL -7 AM 10:40

**RESUBMIT**

Please give original  
filing date as file date.

*Please backdate +  
issue cert. copy.*

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MIDWEST MUSKEGON LIMITED PARTNERSHIP**

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DIVISION OF CORPORATIONS  
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The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is MIDWEST MUSKEGON LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership").

2. The address of the principal and registered office of the Limited Partnership is:

Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended are:

MIDWEST MUSKEGON GP, INC.  
a Florida corporation  
Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

4. The name and business address of the sole general partner of the Limited Partnership are:

P98000056962  
MIDWEST MUSKEGON GP, INC.  
a Florida corporation  
c/o Centres, Inc.  
3315 North 124<sup>th</sup> Street, Suite E  
Brookfield, Wisconsin 53005

5. The mailing address \_\_\_\_\_ of the Limited Partnership is:

c/o Centres, Inc.  
3315 North 124<sup>th</sup> Street, Suite E  
Brookfield, Wisconsin 53005

This Instrument Prepared by:  
June F. Kaplan, Esq.  
Florida Bar No. 0126195  
Centres Inc.  
Two Datan Center, Suite 1528  
9130 South Dadeland Boulevard  
Miami, Florida 33156

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6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2045.

The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole general partner of the Limited Partnership as of the 26 of June, 1998.

MIDWEST MUSKEGON GP, INC.,  
a Florida corporation

By: Kenneth B. Karl  
Kenneth B. Karl, President

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

The undersigned, as President and on behalf MIDWEST MUSKEGON GP, INC., a Florida corporation (the "Corporation"), which has been designated as registered agent for MIDWEST MUSKEGON LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that the Corporation will accept service of process for and on behalf of the Limited Partnership and that the corporation will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: June 26, 1998

MIDWEST MUSKEGON GP, INC.,  
a Florida corporation

By: Kenneth B. Karl  
Kenneth B. Karl, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**STATE OF FLORIDA:**  
**COUNTY OF DADE :**

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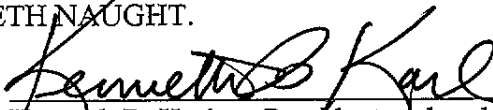
**BEFORE ME**, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Kenneth B. Karl, as President of MIDWEST MUSKEGON GP, INC., a Florida corporation (the "Corporation"), which corporation is the sole general partner of MIDWEST MUSKEGON LIMITED PARTNERSHIP, a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Corporation:

1. Affiant is the President and duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.

2. As of the date hereof, the limited partners of the Limited Partnership have actually contributed to the Limited Partnership an aggregate of \$1.00 of the total amount of \$5,000.00 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.

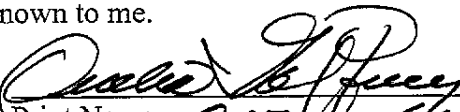
FURTHER AFFIANT SAYETH NAUGHT.



Kenneth B. Karl, as President and on behalf of  
MIDWEST MUSKEGON GP, INC.,  
a Florida corporation

**THE FOREGOING INSTRUMENT** was acknowledged, sworn to and subscribed before me this 26 day of June, 1998, by Kenneth B. Karl, as President of MIDWEST MUSKEGON GP, INC., a Florida corporation, on behalf of such corporation, and who is personally known to me.

My Commission Expires:



Print Name: ONELIA GAFFNEY  
NOTARY PUBLIC, STATE OF FLORIDA  
Serial No., if any: \_\_\_\_\_

