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WELLISCH, METZGER & STANTON, P.A.
ATTORNEYS AT LAW

KURT WELLISCH
(1910 - 1992)
URSULA METZGER
PAUL R. STANTON

REPLY TO:
MIAMI ☐
OKEECHOBEE ☐

REF. TO FILE NO.

8603 SOUTH DIXIE HIGHWAY
SUITE 207
MIAMI, FL 33143
PHONES:
(305) 662-8630 / 662-8678
FAX: (305) 662-8761

509 S.W. 2nd AVENUE
OKEECHOBEE, FL 34974
PHONE: (941) 763-4133
FAX: (941) 763-9635

August 4, 1998

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-08/06/98--01029--002
***1750.00 ***1750.00

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Tavilla Family Limited Partnership

Dear Sir or Madam:

RMA
00789-00524-00676-

We are enclosing an original and copy of the Certificate of Limited Partnership for the Tavilla Family Limited Partnership and our check in the amount of \$1,750.00 representing \$1,715.00 for \$245,000.00 in anticipated limited partners' contributions, and \$35.00 for designation of registered agent.

Would you kindly return a copy of the Certificate in the enclosed self-addressed stamped envelope.

Thank you for your cooperation.

Very truly yours,

Paul R. Stanton
A98-1895

PAUL R. STANTON
PRS/mh
Enc.

Name	MGT
Availability	MGT
Document Examiner	MGT
Updater	MGT
Updater Verifier	MGT
Acknowledgement	MGT
W. P. Verifier	MGT

Paul Stanton GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 8-6-98
DOC. EXAM MGT

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DIVISION OF CORPORATIONS
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CERTIFICATE OF LIMITED PARTNERSHIP
OF THE
TAVILLA
FAMILY LIMITED PARTNERSHIP

A Florida Limited Partnership

The undersigned, acting as formers of a limited partnership under the Florida Revised Uniform Partnership Act, adopt the following certificate for such limited Partnership.

1. **Name.** The name of this Limited Partnership is TAVILLA FAMILY LIMITED PARTNERSHIP .
2. **Business.** The general character of the Partnership business shall be to own, acquire, sell and lease investment real estate and other investment property of any type, kind or description, and to conduct a general business as thereto related.
3. **Principal Place of Business and Location of Records.** The location of the principal place of business of the Partnership is 7023 Montrico Drive, Boca Raton, Palm Beach County, Florida 33488, at which place the records shall be maintained.
4. **Registered Agent.** The name and address of the registered agent for service for this Limited Partnership is STEPHEN TAVILLA, at 7023 Montrico Drive, Boca Raton, Florida 33488, who acknowledges by his signature hereunder, that he accepts same.
5. **The General Partner.** The name and business address of the General Partners are as follows:

GENERAL PARTNERS

STEPHEN TAVILLA

CLAIRE TAVILLA

PLACE OF BUSINESS

7023 Montrico Drive
Boca Raton, FL 33488

7023 Montrico Drive
Boca Raton, Fl 33488

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DIVISION OF CORPORATIONS
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6. **Mailing Address.** The mailing address of the Limited Partnership is 7023 Montrico Drive, Boca Raton, Florida 33488, Florida

7. **Term.** The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on December 31, 2048, unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

8. **Additional Contributions.** No additional contributions of the Limited Partners have been agreed upon.

9. **Return of Contributions.** No Limited Partner shall be entitled to withdraw or demand the return of any part of his or her capital contribution except upon dissolution of the Partnership.

10. **Profits.** All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportion as the Partners' then capital interest accounts, unless retained for Partnership investment and business activities.

11. **Sale or Transfer of Interest in Partnership.** A Limited Partner shall not have the right to sell or transfer his or her interest in the Partnership without the prior written consent of the partners, unless the transfer is a permitted transfer, as explained in detail by the Partnership Agreement.

12. **Additional Limited Partners.** The General Partners may admit additional limited partners.

13. **Priority Among Limited Partners.** There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

14. **Continuance of Business.** Upon the death, retirement or incapacity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and

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selecting when necessary, by unanimous vote, a new successor General Partner.

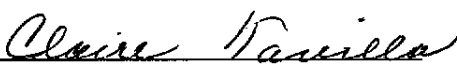
15. Property Other than Cash. A Limited Partner may not demand property other than cash in return for his or her contributions.

16. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Limited Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A", Affidavit of the Amount of the Capital Contributions of the Limited Partners, and Any Amount Anticipated to be Contributed by the Limited Partners, attached hereto, with an agreed value of \$245,000.00.

IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the 29th day of July, 1998.

GENERAL PARTNERS:


STEPHEN TAVILLA


CLAIRE TAVILLA


STEPHEN TAVILLA,
Registered Agent

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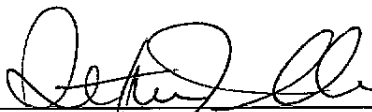
SCHEDULE "A"

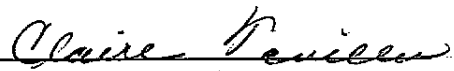
TAVILLA FAMILY LIMITED PARTNERSHIP

**AFFIDAVIT OF THE AMOUNT OF THE CAPITAL
CONTRIBUTIONS OF THE LIMITED PARTNERSHIP,
AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED
BY THE LIMITED PARTNERS**

The undersigned present this Affidavit, given under oath, to affirm the following:

1. The amount of the capital contributions to date of the Limited Partnership of the Tavilla Family Limited Partnership is \$245,000.00.
2. The amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$245,000.00.


STEPHEN TAVILLA


CLAIRE TAVILLA

Dated: July 29, 1998

COMMONWEALTH OF MASSACHUSETTS

COUNTY OF MIDDLESEX

The foregoing instrument was acknowledged before me this 29th day of July, 1998, by STEPHEN TAVILLA and CLAIRE TAVILLA, who are personally known to me or, if not, produced the following form of identification: _____


Notary Public

My commission expires: June 1, 2001

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