

A98000002002

98 AUG 26 11:09 PM BROAD AND CASSEL

https://c-fs1.cos.state.fl.us/scripts/efilecovr.exe

98 AUG 26 PM 11:09

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Florida Department of State  
Division of Corporations  
Public Access System  
Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H98000015975 9)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To: Division of Corporations  
Fax Number : (850)922-4003

From: Account Name : BROAD AND CASSEL  
Account Number : 076376001555  
Phone : (561)483-7000  
Fax Number : (561)483-7321

*Quinn Webster*

FLORIDA LIMITED PARTNERSHIP

FMB Partners, Ltd.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 26 PM 11:14

*A98-2002*

Name	<i>MBH</i>
Availability	<i>MBH</i>
Document Examiner	<i>MBH</i>
Updater	<i>MBH</i>
Updater Verifier	<i>MBH</i>
Acknowledgement	<i>MBH</i>
... d. Verifier	<i>MBH</i>

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$87.50

Electronic Filing Menu

Corporate Filing

Public Access Help

Fax Audit Number: H98000015975 9

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**FMB PARTNERS, LTD.,**

**a Florida limited partnership**

The undersigned general partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby state the following:

1. The name of the limited partnership is FMB Partners, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
3. The name and address of the agent for service of process on the Partnership is FMB Equity Corp., 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
4. The name and business address of each general partner is as follows:  
  
FMB Equity Corp., 2300 Glades Road, Suite 100E  
Boca Raton, Florida 33431  
998-74620
5. The mailing address of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
6. The latest date upon which the Partnership will dissolve is December 31, 2098.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

David J. Powers, Esq.  
Florida Bar Number 867081  
Broad and Cassel  
7777 Glades Road, Suite 300  
Boca Raton, Florida 33434  
Telephone No.: (561) 483-7000  
Fax Audit Number: H98000015975 9

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 26 PM 4:14

Fax Audit Number: H980000158975 9

This Certificate of Limited Partnership has been executed by the sole General Partner of FMB Partners, Ltd. this 26<sup>th</sup> day of August, 1998.

GENERAL PARTNER:

FMB EQUITY CORP.,  
a Florida corporation

By:

William R. Greenfield  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 26 PM 4:14

Fax Audit Number: H98000015975 9

Fax Audit Number: H98000015975 9

### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for FMB Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

### REGISTERED AGENT

FMB Equity Corp.,  
a Florida corporation

By:   
\_\_\_\_\_  
William R. Greenfield  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 26 PM 4:14

Fax Audit Number: H98000015975 9

Fax Audit Number: H98000015975 9

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, constituting the sole general partner of FMB Partners, Ltd., a Florida limited partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$100.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 26<sup>th</sup> day of August, 1998.

**FURTHER AFFIANT SAYETH NOT.**

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

**GENERAL PARTNER:**

FMB Equity Corp.,  
a Florida corporation

By:   
William R. Greenfield  
President

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 AUG 26 PM 4: 14

Fax Audit Number: H98000015975 9