

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 100, Tallahassee, Florida 32302
(850) 221-0070 • 1-800-342-0062 • Fax (850) 221-1222

A98000002208

Elias Family Limited
Partnership

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***1785.00 ***1785.00

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

Art of Inc. File _____
✓ LTD Partnership File _____
Foreign Corp. File _____
L.C. File _____
Fictitious Name File _____
Trade/Service Mark _____
Merger File _____
Art. of Amend. File _____
RA Resignation _____
Dissolution / Withdrawal _____
Annual Report / Reinstatement _____
Cert. Copy _____
✓ Photo Copy _____
Certificate of Good Standing _____
Certificate of Status _____
Certificate of Fictitious Name _____
Corp Record Search _____
Officer Search _____
Fictitious Search _____
Fictitious Owner Search _____
Vehicle Search _____
Driving Record _____
UCC 1 or 3 File _____
UCC 11 Search _____
UCC 11 Retrieval _____
Courier _____

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PER
G.H.

(10)

BXL

9/22/98

Signature

Requested by:

Cher

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Name

Date

Time

Walk-In

Will Pick Up



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 22, 1998

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: ELIAS FAMILY LIMITED PARTNERSHIP
Ref. Number: W98000021662

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We have received your document for ELIAS FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,785.00 payment.,

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 698A00047770

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Corrected

CERTIFICATE OF LIMITED PARTNERSHIP

OF

A. ELIAS FAMILY LIMITED PARTNERSHIP

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98 SEP 22 PM 4:21

The undersigned general partners do hereby sign and swear to this Certificate of Limited Partnership and pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986) desire to form a limited partnership under the following terms and conditions.

ARTICLE I - NAME OF LIMITED PARTNERSHIP

The name of this limited partnership, hereinafter called the "limited partnership", shall be the "A. ELIAS FAMILY LIMITED PARTNERSHIP".

ARTICLE II - LOCATION OF PRINCIPAL PLACE OF BUSINESS

The initial street address of the principal place of business of this limited partnership shall be 19750 Beach Road, Unit #502, Jupiter Island, Florida, 33469. The designated agent for service of process shall be Peter S. Broberg, whose address is 223 Peruvian Avenue, Palm Beach, Florida 33480. The general partners of this limited partnership and their addresses are (1) ALBERT J. ELIAS and REA ELIAS, Trustees of the ALBERT J. ELIAS REVOCABLE TRUST, whose address is 19750 Beach Road, Unit #502, Jupiter Island, Florida 33469; and (2) REA ELIAS and ALBERT J. ELIAS, Trustees of the REA ELIAS REVOCABLE TRUST, whose address is 19750 Beach Road, Unit #502, Jupiter Island, Florida 33469. The

mailing address for the limited partnership shall be 19750 Beach
Road, Unit #502, Jupiter Island, Florida 33469.

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98 SEP 22 PM 4:21

ARTICLE III- TERM OF EXISTENCE

The limited partnership existence shall commence as of the date on which this Certificate of Limited Partnership is filed with the necessary filing fee with the Florida Department of State and shall dissolve on the earlier of (1) November 30, 2022 or (2) the earliest to occur of the following events:

- a. The retirement, death or disability of the general partner unless the general partner's total interest in the partnership is purchased by one or more partners and all of the remaining limited partners consent to the continuation of the partnership and the substitution of a new general partner or partners. Said consent to continue the limited partnership must be given in writing to all of the limited partners within ninety (90) days of the retirement, death or disability of the general partner;
- b. The bankruptcy of any general partner unless the business is continued by the consent of the remaining partners and said consent to continue the limited partnership must be given in writing to all of the limited partners within ninety (90) days of the petition in bankruptcy being filed in the Federal

District Court by the bankrupt general partner;

- c. The written agreement of the general partners and all the limited partners to dissolve the partnership;
- d. Subject to the other provisions of this ARTICLE IV, the occurrence of any event which would dissolve the limited partnership under the laws of the State of Florida.

ARTICLE IV - INITIAL CONTRIBUTION OF PROPERTY

The initial capital contribution of cash and agreed fair market value of other property to the limited partnership by the general partner and limited partners shall be as provided on the affidavit filed with the Certificate of Limited Partnership.

ARTICLE V - RIGHT TO ADMIT ADDITIONAL LIMITED PARTNERS

The general partner may admit additional limited partners to the limited partnership, provided however, that the addition of a new limited partner shall only entitle said new limited partner to share in the limited partnership in the same percentage as his contribution bears to the total net worth of the limited partnership on the date he becomes a limited partner.

ARTICLE VI - RESTRICTION ON SALE OR TRANSFER OF PARTNERSHIP

INTEREST

The general partner and the limited partners have executed on the same date that this Certificate of Limited Partnership is executed a Limited Partnership Agreement which imposes restrictions

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98 SEP 22 PM 4:21

on a general partner or limited partner selling, assigning, pledging or transferring his interest in the limited partnership.

Subject to the restrictions contained in said limited partnership agreement, the limited partners shall have the right to sell their interest in the limited partnership.

IN WITNESS WHEREOF, the general partner have executed this document on this 28th day of December, 1997.

Witnesses:

[Signature]

Jayce R. Heyland

[Signature]

Albert J. Elias, Trustee of the
ALBERT J. ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Jayce R. Heyland

Rea Elias

Rea Elias, Trustee of the
ALBERT J. ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Jayce R. Heyland

Rea Elias

Rea Elias, Trustee of the
REA ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Jayce R. Heyland

[Signature]

Albert J. Elias, Trustee of the
REA ELIAS REVOCABLE TRUST,
GENERAL PARTNER

STATE OF FLORIDA)

COUNTY OF St. Johns

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SECRETARY OF CORPORATIONS
98 SEP 22 PM 4:21

On this 22nd day of December, 199 7, before me, the undersigned authority, personally appeared ALBERT J. ELIAS and REA ELIAS, as Trustees of the ALBERT J. ELIAS REVOCABLE TRUST and the REA ELIAS REVOCABLE TRUST, being the sole general partners of A. ELIAS FAMILY LIMITED PARTNERSHIP, who

(☒) are personally known to me or

(☐) presented their driver's license numbers _____

and _____, respectively issued by the State of _____,

as their personal identification

and who executed the foregoing Certificate of Limited Partnership, and sworn to and acknowledged that they subscribed the said instrument for the uses and purposes set forth therein.

Witness my hand and official seal in the County and State last aforesaid on the date aforesaid.

Joyce D. Neyland
Notary Public
State of _____

My Commission Expires: _____



ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned does hereby accept his appointment as registered agent on whom process may be served within the State of Florida for the A. ELIAS FAMILY LIMITED PARTNERSHIP.

Peter S. Broberg
Peter S. Broberg

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98 SEP 22 PM 4:21

A. ELIAS FAMILY LIMITED PARTNERSHIP

Before the undersigned authority, personally appeared ALBERT J. ELIAS, and REA ELIAS, as the Trustees of the ALBERT J. ELIAS REVOCABLE TRUST and the REA ELIAS REVOCABLE TRUST, in their capacity as general partners of the A. ELIAS FAMILY LIMITED PARTNERSHIP being first duly sworn, depose and say under oath that the initial contribution of property and cash to the A. ELIAS FAMILY LIMITED PARTNERSHIP by the general partners and the limited partners are as follows:

CONTRIBUTION

WILLIAM DEAN ELIAS and ALBERT LOUIS
ELIAS, Trustees of the ELIAS FAMILY
GIFT GIVING TRUST \$ 1,000 in Cash

Further, no additional contributions of cash or property shall be required of the general or limited partners.

IN WITNESS WHEREOF, the general partners have executed this document on this 22nd day of December, 1997, in the Town of Palm Beach, Florida.

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DIVISION OF CORPORATIONS
28 SEP 23 PM 4:21

Witnesses:

[Signature]

Joyce H. Heyland

[Signature]
Albert J. Elias, Trustee of the
ALBERT J. ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Joyce H. Heyland

Rea Elias
Rea Elias, Trustee of the
ALBERT J. ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Joyce H. Heyland

Rea Elias
Rea Elias, Trustee of the
REA ELIAS REVOCABLE TRUST,
GENERAL PARTNER

Witnesses:

[Signature]

Joyce H. Heyland

[Signature]
Albert J. Elias, Trustee of the
REA ELIAS REVOCABLE TRUST,
GENERAL PARTNER

STATE OF FLORIDA)

COUNTY OF *Palmer Beach*)

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On this 28th day of December, 1997, before me, the undersigned authority, personally appeared ALBERT J. ELIAS and REA ELIAS, as Trustees of the ALBERT J. ELIAS REVOCABLE TRUST and the REA ELIAS REVOCABLE TRUST, being the sole general partners of A. ELIAS FAMILY LIMITED PARTNERSHIP, who

(☒) are personally known to me or

(☐) presented their driver's license numbers _____

and _____, respectively issued by the State of _____,

as their personal identification and who executed the foregoing Certificate of Limited Partnership,

and sworn to and acknowledged that they subscribed the said instrument for the uses and purposes set forth therein.

Witness my hand and official seal in the County and State last aforesaid on the date aforesaid.

Joyce D. Neyland
Notary Public
State of _____

My Commission Expires:

