Address Tallahassee, Florida 32301 Phone ≓ City/State/Zip Office Use Only 224-7000 CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Document #) (Согрогацоп Матте) (Document =) (Corporation Name) (Decument =) (Corporation Name) Certified Copy] Walkin Pick up time 2 Certificate of Status Will wait Photocopy Mail out AVIENDMENTS NEW FILINGS Amendment Proint Resignation of R.A., Officer/ Director NonProfit* Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other

OTHER FILE	Ϋ́GS
Annual Report	
Fictitious Name	
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REGISTRATION/ S QUALIFICATION S
Foreign
Limited Partnership
Reinstatement
Trademark
Other

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Examiner's Initials	

Law Offices

HOLLAND & KNIGHT LLP

200 South Orange Avenue, Suite 2600 P.O. Box 1526 (ZIP 32802-1526) Orlando, Florida 32801

407-425-8500 FAX 407-244-5288 http://www.hklaw.com

October 27, 1998

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32301

Re: Certificate of Limited Partnership and Affidavit of Capital Contributions for MENAKER INVESTMENTS III, LTD.

Dear Sirs:

Enclosed are the following:

- 1. An original and one copy of the Certificate of Limited Partnership for MENAKER INVESTMENTS III, LTD.
- 2. An original and one copy of the Affidavit of Capital Contributions for MENAKER INVESTMENTS III, LTD.
- 3. Check No. 11682 payable to the Department of State in the amount of \$551.25, representing a filing fee of \$455.00, certified copy fee of \$52.50, registered agent designation fee of \$35.00 and the Certificate of Status fee of \$8.75.

Once the enclosed documents have been properly filed, please return the certified copies and Certificate of Status to this office.

If you have any questions regarding this matter, please contact me at your convenience.

Sincerely,

Stephen R. Looney

SRL/IIs Enclosures

cc: Mitchell G. Menaker

(w/enclosures)

New York

Orlando

Northern Virginia

San Francisco

St. Petersburg

Washington, D.C.

West Palm Beach

Tallahassee

Tampa

Atlanta

Boca Raton Boston

Fort Lauderdale

Jacksonville

Lakeland

Melbourne

Mexico City

407-244-1148

Internet Address: slooney@hklaw.com

STEPHEN R. LOONEY

Miami

MENAKER INVESTMENTS III, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), Sections 620.101-620.186, Florida Statutes, hereby states the following:

- The name of the Partnership is "MENAKER INVESTMENTS III, LTD." 1.
- The address of the office of the Partnership as referred to in Section 620.105, 2. Florida Statutes, is 1502 E. Buena Vista Drive, #B1, Lake Buena Vista, Florida 32830, and the name and address of the agent for service of process on the Partnership shall be MITCHELL G. MENAKER, 1502 E. Buena Vista Drive, #B1, Lake Buena Vista, Florida 32830.
 - The name and business address of the General Partner are: 3.

Name

Address

MENAKER INVESTMENTS III, INC. 1502 E. Buena Vista Drive, #B1 Lake Buena Vista, Florida 32830 pg800091780

- The mailing address for the Partnership is Post Office Box 22189, Lake Buena Vista, Florida 32830.
- The latest date upon which the Partnership shall dissolve is December 31, 5. 2038.
- A conveyance or encumbrance of real property or any interest therein held in the name of the Partnership, and any other instrument affecting title to real property in which the Partnership has an interest, shall be executed in the Partnership name by the General Partner.

	This Co	ertificate of Limited	Partnership was e	executed by	the General	Partner	this
16th	day of	October	, 1998.				
			"GENEI	RAL PART	NER"		

MENAKER INVESTMENTS III, INC.

Date: 10/16/98 Mitchell G. Menaker, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for MENAKER INVESTMENTS III, LTE a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby accept such appointment and agree to act in such capacity, and I further agree to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT

Date: 10/16/98

F:\TAX\105\MENAKER\III-LTD.CLP

STATE OF FLORIDA **COUNTY OF ORANGE**

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared MITCHELL G. MENAKER, President of MENAKER INVESTMENTS III, INC., the general partner of MENAKER INVESTMENTS III, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," of Orange County, Florida, who upon being duly sworn, certified as follows:
1. The amount of the capital contributions to the Partnership made by the limited partners is \$0.
2. The amount of additional capital contributions anticipated to be contributed by the limited partners is \$65,000.00
FURTHER AFFIANT SAYETH NOT.
Under 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"
MENAKER INVESTMENTS III, INC.
Date: 10/16/98 By:
Mitchell G. Menaker, President
STATE OF FLORIDA COUNTY OF ORANGE
The foregoing instrument was acknowledged before me this day of, 1998, by MITCHELL G. MENAKER, President of MENAKER INVESTMENTS III, INC., the General Partner of MENAKER INVESTMENTS III, LTD. Said person did take an oath and (check one) \(\bar{\pi} \) is personally known to me, \(\bar{\pi} \) produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or \(\bar{\pi} \) produced other identification, to wit:



Arie.	(Duise)	Thun
Print Name:		7
Notary Public	c, State of	7
Commission	No.: '	0.000
My Commiss		
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