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WEINER, MORICI, & ARONSON, P.A.

ATTORNEYS AT LAW
The Clark House
102 North Swinton Avenue
Delray Beach, Florida 33444

Telephone: (561) 265-2666
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**MICHAEL S. WEINER
ALFRED G. MORICI
CAROLE J. ARONSON**

OF COUNSEL:
ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

October 23, 1998

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

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***1802.50 ***1802.50

RE: Fern Street Limited Partnership
Our File No.: BERA031

Gentlemen:

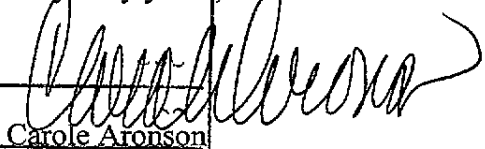
Enclosed are the following:

1. Certificate of Limited Partnership and Affidavit of Capital Contributions of Fern Street Limited Partnership;
2. Check #2869 in the amount of \$1,802.50, which sum represents the filing fee of \$1,750.00 and \$52.50 for a certified copy.

Please file the Certificate of Limited Partnership and return to me a certified copy. Please note that the Acceptance of Registered Agent is at the bottom of Page 3.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,


Carole Aronson

Updater
Verifyer CA/mph ?

Enclosures
Acknowledgement

W. P. Verifyer DUC

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 24 AM 11:5

TC
\$2,475,000.00

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W980000024466

WEINER, MORICI, & ARONSON, P.A.

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Delray Beach, Florida 33444

Telephone: (561) 265-2666
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MICHAEL S. WEINER
ALFRED G. MORICI
CAROLE J. ARONSON

November 5, 1998

OF COUNSEL:
ROBERT MARC SCHWARTZ, P.A.
Florida Bar Board Certified
Real Estate Lawyer

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002672663-5
-11/09/98-01095-014
*****35.00 *****35.00


Re: - Fern Street Limited Partnership
Ref. No. W98000024466

Dear Ms. Cushing:

Per your letter of October 28, 1998 regarding the above-referenced file, enclosed please find an additional check in the amount of \$35.00 representing the registered agent's designation fee.

Should you have any questions, please do not hesitate to contact me.

Sincerely,


Mary L. Wright, Legal Assistant
to Carole Aronson, Esquire

/mlw
Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 28, 1998

CAROLE ARONSON
WEINER MORICI & ARONSON, P.A.
102 NORTH SWINTON AVENUE, THE CLARK HOUSE
DELRAY BEACH, FL 33444

SUBJECT: FERN STREET LIMITED PARTNERSHIP
Ref. Number: W98000024466

We have received your document for FERN STREET LIMITED PARTNERSHIP and your check(s) totaling \$1802.50. However, the document has not been filed and is being retained in this office for the following:

You failed to include the registered agent's designation fee of \$35.00.

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: 798A00052934

**CERTIFICATE OF LIMITED PARTNERSHIP
AND AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
FERN STREET LIMITED PARTNERSHIP**

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 24 AM 11:57

We, the undersigned, hereby associate ourselves together and sign and swear to this Certificate of Limited Partnership for the purpose of forming a limited partnership under the laws of the State of Florida.

1. **Name of the Partnership.** The name of the Partnership shall be Fern Street Limited Partnership, a Florida limited partnership.

2. **Character of Business.** The character of the business to be conducted by the Partnership is to acquire and hold real property for investment and to improve, sell and exchange or lease real property for the purpose of obtaining the gains therefrom.

3. **Mailing Address, Principal Place of Business and Agent for Service of Process.** The mailing address of the Partnership shall be 102 N. Swinton Avenue, Delray Beach, Florida 33444 and service of process shall be made on Michael S. Weiner, Esquire.

4. **Name and Place of Residence of Each Partner.**

(a) The name and business address of the General Partner, Alcad Real Estate Corporation, is as follows:

<u>Name</u>	<u>Residence</u>
Alcad Real Estate Corporation L73768	120 South Olive Avenue, Suite 200 West Palm Beach, FL 33401

(b) The name and place of residence of the Limited Partners are as follows:

<u>Name</u>	<u>Residence</u>
Albert Beriro	265 ORANGE GROVE PALM BEACH, FL 33480
Herbert Chestler	21 STONE HILL DRIVE MANHASSET, N.Y. 11030

5. **Term.** The term for which the Partnership is to exist shall be for the term ending December 31, 2047, unless sooner terminated under the Limited Partnership Agreement.

6. **Contributions of Partners.** The General Partner and Limited Partners are contributing cash to the Limited Partnership as follows:

(a) General Partner, Alcad Real Estate Corporation	\$25,000.00
(b) Limited Partner, Herbert Chestler	\$1,900,000.00
(c) Limited Partner, Albert Beriro	\$575,000.00

There are no anticipated future contributions.

7. **Return of Contributions.** The time when the contributions of the Limited Partners are to be returned is on termination of the Limited Partnership. However, the Limited Partnership Agreement allows the earlier return of capital contribution.

8. **Profits, etc.** The share of profits or the other compensation by way of income which the General Partner and Limited Partners shall receive by reason of their contributions are as follows:

<u>Name</u>	<u>Percentage</u>
(a) General Partner, Alcad Real Estate Corporation	1%
(b) Limited Partner, Herbert Chestler	60%
(c) Limited Partner, Albert Beriro	39%

9. **Assignee of Limited Partner.** A Limited Partner may substitute an assignee in his place only pursuant to the terms of the Limited Partnership Agreement. The legal representative may be substituted for a deceased Limited Partner only pursuant to the terms of the Limited Partnership Agreement.

10. **Additional Limited Partners.** Additional Limited Partners shall be admitted only pursuant to the terms of the Limited Partnership Agreement.

11. **No Right to Priority.** No right is given to any Limited Partner to priority over any other Limited Partner as to the return of capital contributions.

12. **No Right of Limited Partner to Demand Property Other Than Cash.** No right is given to a Limited Partner to demand property other than in cash in return for his contributions.

13. **Registered Agent.** The Registered Agent for the Limited Partnership shall be Michael S. Weiner, and the Registered Office shall be Weiner, Morici & Aronson, P.A., 102 North Swinton Avenue, Delray Beach, Florida, 33444.

DATED this 19th day of October, 1998.

GENERAL PARTNER:

Alcad Real Estate Corporation

By: [Signature]

Its: President

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 19th day of October, 1998 by Albert Beriro, President of Alcad Real Estate Corporation, a Florida corporation, on behalf of the corporation.



Marie P. Hankins
Signature of Notary Public-State of Florida

marie P. Hankins
Print, Type, or Stamp Commissioned Name of Notary Public

My Commission Expires:

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced _____

The undersigned hereby accepts designation as Registered Agent for Fern Street Limited Partnership X

[Signature]
MICHAEL S. WEINER

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