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W99-400

Tristina M. Elmes  
1448 Southeast 13<sup>th</sup> Street  
Fort Lauderdale, FL 33316  
954-525-9435

State of Florida  
Department of Corporations  
Office of Limited Partnerships  
P.O. Box 6327  
Tallahassee, FL 32314

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--12/29/98--01091--002  
\*\*\*1085.00 \*\*\*1085.00

To Whom It May Concern:

Attached please find a certificate of Limited Partnership for the creation of "The Elmes Family Limited Partnership" along with a check for the filing fee of \$1050 and registered agent fee of \$35 (\$1085 combined).

I was told by Gretchen in your department that the filing fee is \$7 per \$1000 lifetime contributed to the partnership by limited partners, up to a maximum of \$1750 fee. We are registering with an estimated total lifetime contribution of \$150,000.00.

Also, I was told by Michelle in your department that if the contributions by limited partners exceed the amount under which we registered (in this case \$150,000.00), that we should send in an amendment document with the additional fee to your office. If your procedure is different from those outlined here, please let me know when you send us our Limited Partnership certification number document from the State.

Thank you for your assistance in this matter.

Sincerely,

*Tristina M. Elmes, GP*

Tristina-M. Elmes, General Partner

99 JAN 22 PM 1:43

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 7, 1999

RECEIVED  
JAN 18 1999

TRISTINA-M. ELMES  
1448 SOUTHEAST 13TH STREET  
FORT LAUDERDALE, FL 33316

SUBJECT: ELMES FAMILY LIMITED PARTNERSHIP  
Ref. Number: W99000000400

We have received your document for ELMES FAMILY LIMITED PARTNERSHIP and your check(s) totaling \$1085.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 299A00000704

Fee 1050  
+ 35  
\$ 1085

**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**THE** Elmes Family  
**LIMITED PARTNERSHIP**

The parties hereto do hereby certify that an Agreement was made effective the 21  
day of December, 19 98, at Broward, Florida, by the  
following, herein called "General Partners":

Timothy: Elmes  
Tristina: Elmes  
Chris: Elmes

and by the following, hereinafter referred to as "Limited Partners":

Timothy: Elmes  
Tristina: Elmes  
Addison: Dietz  
Samantha: Elmes  
Jean: Elmes

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**WITNESSETH:**

1. **Name.** The name of this Limited Partnership is **THE** Elmes Family  
**LIMITED PARTNERSHIP.**

2. **Business.** The general character of the Partnership business shall be to, hold  
and manage equity investments, and conduct a general business as thereto related.

3. **Principal Place of Business.** The location of the principal place of business of  
the Partnership is Fort Lauderdale, Broward Cty., Florida. The principal  
place of business and mailing address are the same at  
1448 SE 13 Street, Fort Lauderdale, FL 33316.

4. **Registered Agent and Office.** The registered agent for this Limited Partnership is ⑩ Timothy: Elmes. The street address of the registered agent and the registered office is ⑪ 1448 SE 13 Street, ⑫ Fort Lauderdale, ⑬ Florida.

5. **The Partners.** The General Partners and Limited Partners of this Limited Partnership are as follows:

General Partners	Place of Business
⑨ <u>Timothy: Elmes</u>	⑨ <u>1448 SE 13 Street</u> <u>Fort Lauderdale, FL 33316</u>
⑨ <u>Tristina: Elmes</u>	⑨ <u>1448 SE 13 Street</u> <u>Fort Lauderdale, FL 33316</u>
<u>Chris: Elmes</u>	<u>1448 SE 13 Street</u> <u>Fort Lauderdale, FL 33316</u>
Limited Partners	Place of Residence
⑥ <u>Timothy: Elmes</u>	⑥ <u>1448 SE 13 St., Fort Laud, FL 33316</u>
<u>Tristina: Elmes</u>	<u>SAME</u>
⑥ <u>Addison: Dietz</u>	⑥ <u>SAME</u>
<u>Samantha: Elmes</u>	<u>SAME</u>
⑥ <u>Jean: Elmes</u>	⑥ <u>SAME</u>

6. **Term.** The Partnership shall begin on the ② 21 day of ③ December, 19 ④ 98, and shall continue for 25 years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

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

8. *Return of Contributions.* No Limited Partner shall be entitled to withdraw or demand the return of any part of such Partner's capital contribution except upon dissolution of the Partnership.

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

10. *Assignments.* A Limited Partner shall have the right to sell such Partner's interest in the Partnership but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.

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

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

13. *Continuance of Business.* Upon the death, retirement or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired and/or becomes insane, then the Limited Partners holding interest in capital in excess of 50% of the capital owned by all Limited Partners may elect to continue the Partnership by selecting a new General Partner.

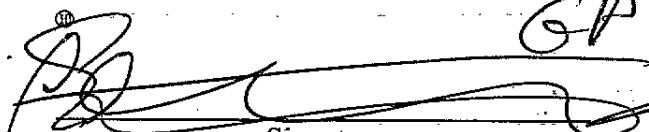
14. *Property Other Than Cash.* A Limited Partner may not demand property other than cash in return for such Partner's contributions.

15. *Amount of Cash and Agreed Value and Description of Other Property Contributed.* The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of \$10,000.00.

16. *Estimated Lifetime Capital Contributions of Limited Partners.* Total estimated lifetime contributions to capital of the Limited Partners to the Limited Partnership shall not exceed <sup>28</sup> \$ 150,000.00.

Partners	Percentage Interest	Contribution
① Timothy: Elmes	① 51%	② \$5,000.00
Tristina: Elmes	23%	\$4,999.00
Chris: Elmes	1%	\$1.00


GENERAL PARTNERS:

  
Signature

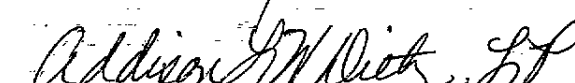
  
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Signature

LIMITED PARTNERS:

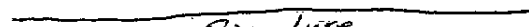
  
Signature

  
Signature

  
Signature  
by Tristina M. Elmes, as Guardian

  
Signature  
by Tristina M. Elmes, as legal guardian

  
Signature

  
Signature

Schedule "A"

Attached to THE ① Elmes Family LIMITED PARTNERSHIP, dated the  
② 21 day of ③ December 19 ④ 981.

1. The following real estate subject to the encumbrances owed thereon to-wit:

⑫ NONE  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

The above-described real estate is hereby conveyed to said ① \_\_\_\_\_  
LIMITED PARTNERSHIP with Grantors retaining the obligation to personally pay all  
obligations thereon if any presently exist.

2. The following accounts in the following institutions, together with all future additions,  
interest or accumulations therein:

NONE  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

3. The following securities in the following companies:

NONE  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

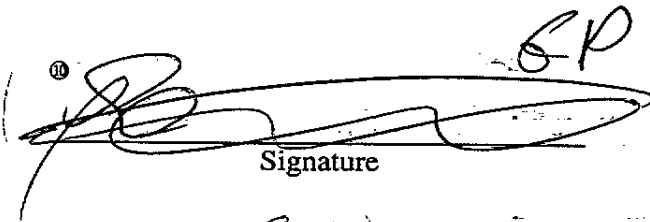
4. The following vehicles:

NONE

5. All rights, title and interests in and to the following:

\$ 10,000.00 CASH

DATED the 21 day of December, 1998.

  
Signature

  
Signature

  
Signature



②  
STATE OF Florida )  
COUNTY OF Broward )§

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of December, 19 98, by JUDITH CHURCH and \_\_\_\_\_



JUDITH A. CHURCH  
COMMISSION # CC737311  
EXPIRES APR 26, 2002  
BONDED THROUGH  
ADVANTAGE NOTARY OF FLORIDA

Judith A Church  
Notary Public

Residing at: Florida

My commission expires: 4/26/02