

A99000000158



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 112288 4384197

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 26, 1999

ORDER TIME : 12:42 PM

ORDER NO. : 112288-005

CUSTOMER NO: 4384197

CUSTOMER: Mr. William R. Nuernberg
DUANE MORRIS & HECKSCHER LLP
DUANE MORRIS & HECKSCHER LLP
200 South Biscayne Blvd.
Ste 3410
Miami, FL 33131

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-01/26/99--01084--008
***1846.25 ***1846.25

DOMESTIC FILING

NAME: CONCH HARBOR MARINA
ASSOCIATES, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

FILED
DIVISION OF CORPORATIONS
99 JAN 26 PM 4:29

RECEIVED
99 JAN 26 PM 1:36
DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32399
B3K 1/26/99

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 4:29

1. Conch Harbor Marina Associates, Ltd.
(Name of Limited Partnership such as "Limited", "Ltd.", or "Limited Partnership")
2. 300 Alton Road, Suite 303, Miami Beach, FL 33139
(Business address of Limited Partnership)
3. Robert W. Christoph
(Name of Registered Agent for Service of Process)
4. 300 Alton Road, Suite 303, Miami Beach, FL 33139
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 300 Alton Road, Suite 303, Miami Beach, FL 33139
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2049
8. Name(s) of general partner(s): _____ Street address: _____

<u>Conch Harbor Marina, Inc.</u>	<u>300 Alton Road, Suite 303</u>
<u>198000895705</u>	<u>Miami Beach, FL 33139</u>
_____	_____
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 25 day of January, 19 99.

Signature of all general partners:

Conch Harbor Marina, Inc.

By 

Robert W. Christoph, Pres.

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 26 PM 4:29

The undersigned constituting all of the general partners of Conch Harbor
Marina Associates, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners at this
time totals \$ 2,500,000.

Signed this 25 day of January, 19 99.

FURTHER AFFIANT SAITH NAUGHT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

Conch Harbor Marina, Inc.

✓ By


Robert W. Christoph, Pres