

A9900000283
Ruden, Maclosky, Smith, P.A.
Requestor's Name

215 South Monroe St. #815
Address

Tallahassee, Fl. 32301
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Periwinkle Place Partners, Ltd.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 18 PM 3:09

⑤ BK 2/18/99

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-02/18/99--01052--004
***2170.00 ***1885.00

BK
2/18/99
FF \$1785.00

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PERIWINKLE PLACE PARTNERS, LTD.**

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The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is Periwinkle Place Partners, Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is c/o Marvin S. Rosen, 222 Lakeview Avenue, West Palm Beach, Florida 33401.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is NRAI Services, Inc., 526 E. Park Avenue, Tallahassee, Florida 32301.

4. The name and business address of the General Partner of the Partnership is as follows:

GENERAL PARTNER

GG&A/Periwinkle LLC

BUSINESS ADDRESS

c/o Gregory Greenfield &
Associates, Ltd.
5775 Peachtree Dunwoody Rd.
Atlanta, Georgia 30342

L99060000929

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, et al., P.O. Box 1900
Fort Lauderdale, FL 33301
Phone: 954-764-6660 Fax: 954-764-4996

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5. A mailing address for the Partnership is 5775 Peachtree Dunwoody Road, Atlanta, Georgia 30342.

6. The latest date upon which the Partnership is to dissolve is twenty-five (25) years following the filing of this Certificate, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, has duly executed this Certificate of Limited Partnership of Periwinkle Place Partners, Ltd., this 17 day of ^{February} ~~January~~, 1999, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

GG&A/PERIWINKLE LLC, a Florida
limited liability company

By: Gregory Greenfield & Associates, Ltd., Sole
Member

By: Gregory Greenfield & Associates, Inc.,
General Partner

By: _____
Gregory R. Greenfield, President

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, et al., P.O. Box 1900
Fort Lauderdale, FL 33301
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Phone: 954-764-6660 Fax: 954-764-4896

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Periwinkle Place Partners, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

DATED this 17th day of February, 1999.

Michael Bonnan Asst. Secretary

NRAI Services, Inc.
Registered Agent

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, et al., P.O. Box 1900
Fort Lauderdale, FL 33301
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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
PERIWINKLE PLACE PARTNERS, LTD.**

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The undersigned, constituting the General Partner of Periwinkle Place Partners, Ltd., (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$5,180,100. No additional capital contribution is anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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:

GG&A/PERIWINKLE LLC

By: Gregory Greenfield & Associates, Ltd.,
Sole Member

By: Gregory Greenfield & Associates, Inc.,
General Partner

By: _____
Gregory R. Greenfield, President

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