FEB-19-99 FRI 92124 PM THE DUREY INSURANCE GRP.

Division of Corporations

305 2676965

Page 1 of 2 . 82

H9900000313

Farent 2/32/09 755

Florida Department of State

Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H99000003542 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number

: {850}922-4003

From:

Account Name : IMC

Account Number : 119990000027

: {305}389-8190

Phone Fax Number

: (305)752-2940

99 FEB 23 PM 3: 40

FLORIDA LIMITED PARTNERSHIP

Marketing Partners of Florida, Ltd.

Name Availability	
Document Examiner	DCC
Updater	DCC
Ubriater Verityer	DCC

Certificate of Status	0
Certified Copy	0
Page Count	74 5
Estimated Charge	\$87.50

Acknowledgerpentecise Gos state. it. us/scriptarenicovi. exe

*4.141*77

⇒ Verifyer DCC

E150000000PA

0)487-6013

02/22/99 11:03 fl Dept of State pl /1



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 22, 1999

I.M.C. 8306 MILLS DRIVE #148 MIAMI, FL 33183

SUBJECT: MARKETING PARTNERS OF FLORIDA, LTD. LIMITED PARTNERSHIP REF: W99000004352

We received your electronically transmitted document. However, the document has not been filed. Please make the tollowing corrections and refax the complete document, including the electronic filing cover shoot.

Please refax your document. We only received the cover page and the first page of the Certificate. You have a double suffix in your name. There is no need to have both Ltd. and Limited Partnership in the name. Please choose one or the other.

The effective day must be specific and cannot be prior to the date of filing.

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 FAX Aud. #: H99000003542 Letter Number: 999A00007916

SECRETARY OF STATE TORIDA

69:2 Nd 27 Birisson of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

850)487-6013

02/24/99 08:29 F1 Dept of State



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 24, 1999

I.M.C. 8306 MILLS DRIVE #148 MIAMI, FL 33183

SUBJECT: MARKETING PARTNERS OF FLORIDA, LTD.

REF: W99000004352

SECRETARIA SOUTH

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

In my first correspondence I advised you about the name and you having two suffixes. You changed it on your cover letter but not in the actual Certificate. There is no need to have two suffixes please make the proper correction. Also you still haven't send the affidavit containing the contributions of the limited partners. The document must be entitled "Affidavit"

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

FAX Aud. #: H99000003542 Letter Number: 699A00008446

P. 03

(H990000035420)

CERTIFICATE OF LIMITED PARTNERSHIP OF MARKETING PARTNERS OF FLORIDA

LIMITED PARTNERSHIP

The parties do hereby certify that an Agreement was made effective the 23rd Day of February, 1999, at Miami, Florida, By the following, herein called "General Partners":

Angel Golindano

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

Marlene Lozano

Barbara Venereo

Irene Puga Del Valle

FILED
99 FEB 23 PH 8: 40

WITNESSETH:

- 1. Name. The name of this Limited Partnership is Marketing Partners of Florida, Limited Partnership
- 2. Business. The character of the Partnership business shall be to, do marketing and sales, and conduct a general business as thereto related.
- 3. Principal Place of Business and mailing address. The location of the principal place of business of the Partnership is 8306 Mills Drive Suite 148 Miami, Florida 33183

Perpartd by IMC 8806 MILLS DR #148 WIAM PC 33183 (305) 9620148

(H 990000035420)

(49900000 35420)

Registered Agent and Office. The registered agent for this Limited Partnership Is Angel Golindano. The street address of the registered agent and the registered Office is 7575 West Flagler Street Suite 202 Miami, Florida 33144

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Limited Partnership at the place designated in this certificate. I hereby accept the appointment as Registered Agent and agree to act in the capacity. I further agree to comply with the provisions of all status relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered

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

General Partners

Place of Business

Angel Golindano

8306 Mills Drive Suite 148

Miami, Florida 33183

Limited Partners

Place of Residence

Marlene Lozano

11980 SW 42nd Street Miami, Florida 33175

Barbara Venereo

12764 SW 46 Lane Miami, Florida 33175

Irene Puga Del Valle

8521 NW 191 Street Miami, Florida 33015

- Term. The Partnership shall begin on the 23rd day of February 1999. б. 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.
- Additional Contributions. No additional contributions of the Limited Partners 7. have been agreed upon.

H9900000 35420

(H9900000 35420)

- 8. Return of Contributions. No Limited Partner shall be entitled to withdraw of 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 Partner's 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 Partner gives to the Partnership 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 contributions or compensation by way of income.
- 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 Partner in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of \$100.00

(H990000035420)

(4990000035420)

Percentage Interest Contribu Angel Golindano 85% \$85.00 Marlene Lozano 5% \$5.00 Barbara Venereo 5% \$5.00
Data 37
Barbara Venereo 5% \$5.00
\$5.00
Irene Puga Del Valle 5% \$5.00

GENERAL PARTNERS:	<u>⊢</u> ℃	99
	- //- / - / - / - / - / - / - / - / - /	FB 23
Signature	Signature Fire	ω in U ⊊
	Carbara Veneral	ယ္
Signature	Signature > '''	Ų
	Dere tran Stalle. Signature	_
	Signature	

(H990000035420)