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SANFORD N. REINHARD, P.A.

ATTORNEY AT LAW

2875 N. E. 191ST STREET

SUITE 404

AVENTURA, FLORIDA 33180

00789-01023-00676-00671

1837.50 WA9-4185

MIAMI

(305) 932-7555

TELECOPIER

(305) 935-5671

February 12, 1999

Secretary of State
Division of Corporations
Attn: Certification
P.O. Box 6327
Tallahassee, Florida 32314

311
400002775614--3

-02/15/99-01109-009

***1487.50 ***1487.50

Re: Regency Industrial Park, Ltd.

Gentlemen:

400002775614--3

-03/02/99-01024-007

***350.00 ***350.00

We are enclosing for filing the following:

1. An original and one copy of the Certificate of Limited Partnership.
2. An original and one copy of Affidavit of Capital Contribution.
3. Check payable in the amount of \$1,487.50 representing the filing fees and the cost for a certified copy.

If there are any problems with this filing, please advise.

In addition, please return to us the appropriate certificates evidencing the filing of these various documents.

Thank you for your cooperation.

Very truly yours,

Sanford N. Reinhard
SNR/hr

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

99 MAR -1 PM 3:02

DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 18, 1999

SANFORD N. REINHARD
2875 N.E. 191ST STREET, STE 404
AVENTURA, FL 33180

SUBJECT: REGENCY INDUSTRIAL PARK, LTD.
Ref. Number: W99000004185

We have received your document for REGENCY INDUSTRIAL PARK, LTD. and your check(s) totaling \$1487.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy (15 pages or less, \$1 for each additional page after initial 15 pages)	\$52.50
Registered Agent/Office Change	\$35
Name Reservation (120 days nonrenewable)	\$35
Amendment (other than specified)	\$52.50
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions \$7 per \$1000 on increase only (\$52.50 minimum-\$1750 maximum)	
Certificate of Status or Fact	\$8.75
Cancellation	\$52.50
Resignation of Registered Agent	\$87.50
LP Annual Report \$7 per \$1000 of invested capital (\$52.50 minimum - \$437.50 maximum) plus Supplemental Fee of \$138.75	
Reinstatement	

(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report fees)
There is a balance due of \$350.00.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 299A00007460

**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

REGENCY INDUSTRIAL PARK

SECTION 607.01, F.S.
DIVISION OF CORPORATIONS
99 MAR -1 PM 3:02

The undersigned, pursuant to the provisions of Section 620.108 and 620.8902 of the Florida Statutes, hereby certify in this Certificate of Limited Partnership of REGENCY INDUSTRIAL PARK, LTD. ("Limited Partnership") to the following:

1. CONVERSION.

Pursuant to Section 620.8902, Florida Statutes, the Partnership is being converted to a limited partnership from a general partnership, originally known as REGENCY INDUSTRIAL PARK Partnership. The conversion was unanimously approved by all of the Partners of REGENCY INDUSTRIAL PARK.

2. NAME.

The name of the Limited Partnership is:

REGENCY INDUSTRIAL PARK, LTD.

3. REGISTERED AGENT.

The name and address of the Registered Agent for the Limited Partnership is:

SANFORD N. REINHARD, P.A.
2875 N.E. 191st Street, Suite 404
Aventura, Florida 33180

4. GENERAL PARTNER.

The name and business address of the General Partner are as follows:

P97000043661

TAHS VENTURES, INC.
5455 N. Federal Highway, Suite #I
Boca Raton, Florida 33487

5. MAILING ADDRESS AND PRINCIPAL ADDRESS.

The mailing and principal address of the Limited Partnership are as follows:

5455 N. Federal Highway, Suite #1
Boca Raton, Florida 33487

6. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is upon disposition of the Partnership's assets, unless terminated earlier by an affirmative vote of the Partners.

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited Partnership to be executed at Miami, Florida, this 1st day of January, 1999.

General Partner:

TAHS VENTURES, INC.

By: Frederick A. Smith - Pres.
President

ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for 11242nd Industrial Park, LLC, a Florida limited partnership, and accepts all obligations imposed on him as such under Florida law.

Executed this 1st day of January, 1999.

Registered Agent:

By: 

SANFORD N. REINHARD

AFFIDAVIT

[illegible]

The undersigned General Partner of REGENCY INDUSTRIAL PARK, LTD. (the "Limited Partnership"), being duly sworn, deposes and says:

The total capital contributions of the limited partners of the Limited Partnership through this date is \$257,836.00 and the anticipated future capital contributions of the limited partners to the Limited Partnership is \$NONE.

General Partner:

TAHS VENTURES, INC.

By: Harold A. Smith - Pres.
_____, President

The foregoing instrument was signed before me this 1st day of January, 1999, by _____ in the capacity indicated. She/he is personally known to me or produced _____ as identification.

Name: _____
Commission No.: _____
Notary Public
State of Florida at Large

My Commission Expires:

