

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 200 Tallahassee, Florida 32302  
(850) 224-3370 (800) 347-3062 (850) 224-1222

**A99000000968**

Middleton Investments  
Limited Partnership

100002906201--4

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\*\*\*1837.50 \*\*\*1837.50

\*File Second\*

- ☐ Art of Inc. File
- ☒ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 16 PM 3:24

Signature

RECEIVED

99 JUN 16 AM 10:03

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

BK  
6/16/99

Requested by

Name

Date

Time

Walk-In

Will Pick Up

22 6/16/99 9:32

**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**MIDDELTHON INVESTMENTS LIMITED PARTNERSHIP**  
**A Florida Limited Partnership**

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The undersigned makes the following declaration of information for the purpose of forming MIDDELTHON INVESTMENTS LIMITED PARTNERSHIP under the Florida Revised Uniform Partnership Act:

1. Name. The name of this Limited Partnership is MIDDELTHON INVESTMENTS LIMITED PARTNERSHIP.

2. Business. The purpose of the Partnership's business is to own, acquire, sell, manage and lease investment property of any type, kind or description, including marketable securities and real estate, and to do all other things necessary, proper, convenient or advisable in connection therewith.

3. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 700 Coral Way, #9, Coral Gables, Florida 33134, at which place the records shall be maintained.

4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Robert A. White, c/o Dunwoody White & Landon, P.A., 550, Biltmore Way, Suite 810, Coral Gables, Florida 33134, and who acknowledges by his signature hereunder that he accepts such designation.

5. The General Partner. The name and business address of the General Partner is Middelthon Investments, Inc., 700 Coral Way, #9, Coral Gables, Florida 33134.

6. Mailing Address. The mailing address of the Limited Partnership is c/o Middelthon Investments, Inc., 700 Coral Way, #9, Coral Gables, Florida 33134.


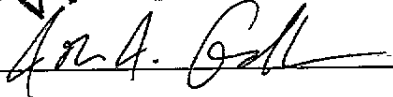
7. Term. The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on the 35th anniversary of the date of the MIDDELTHON INVESTMENTS LIMITED PARTNERSHIP

AGREEMENT, unless terminated or dissolved earlier or extended by written agreement of all of the Partners.

8. Affidavit of the Amount of Capital Contributions. The amount of capital contributions of each limited partner and the amount of capital contributions anticipated by the limited partners is described in the Affidavit attached as Schedule A.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 14<sup>th</sup> day of June, 1999.

Witnesses

GENERAL PARTNER:

MIDDELTHON INVESTMENTS, INC.

By:   
Louisa Candler Eldredge, President

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above-referenced Florida Limited Partnership at the above-designated Registered Office, the undersigned hereby accepts the appointment, and agrees to comply with the provisions of Chapter 620 et seq., Florida Statutes, as amended from time to time, concerning the obligations of registered agents.

Executed this 14<sup>th</sup> day of June, 1999.

  
Robert A. White, Registered Agent

SCHEDULE A

**MIDDELTHON INVESTMENTS LIMITED PARTNERSHIP  
AFFIDAVIT OF THE AMOUNT OF THE CAPITAL CONTRIBUTIONS OF THE  
LIMITED PARTNERSHIP, AND ANY AMOUNT ANTICIPATED TO BE  
CONTRIBUTED BY THE LIMITED PARTNERS**

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The undersigned presents this Affidavit, given under oath, to affirm the following:

1. The amount of the capital contributions to date by the Limited Partners is  
\$ 0.
2. The amount anticipated to be contributed by the Limited Partners at this time totals  
\$60,000,000.

**MIDDELTHON INVESTMENTS, INC.**

By: Louisa Candler Eldredge  
Louisa Candler Eldredge, President

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

The foregoing instrument was acknowledged before me on this 14<sup>th</sup> day of June, 1999, by Louisa Candler Eldredge, the President of MIDDELTHON INVESTMENTS, INC., on behalf of said corporation, and said individual is personally known to me (yes) (no) or has produced N/A as identification to me, and who acknowledged execution of the foregoing instrument.

Roxana Alvarez  
Notary Public, State of Florida

Name: Roxana C. Alvarez  
(Print Name)

My Commission Expires:

**ROXANA C. ALVAREZ**  
Notary Public, State of Florida  
My comm. expires March 25, 1999  
Comm. No. CC 447999

