

A9900001399

STEVEN C. SCHEINFELDT, P.A.
THE CENTRE, SUITE 206
9900 STIRLING ROAD
COOPER CITY, FLORIDA 33328
TEL (954) 437-4607
FAX (954) 437-5477

August 17, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Spokas Enterprises, Ltd.

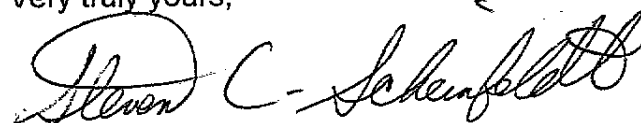
200002965792--9
-08/20/99--01076--004
***1785.00 ***1785.00

Dear Sir or Madam:

Enclosed for filing with the Secretary of State of Florida is an original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions of Spokas Enterprises, Ltd. along with my trust account check in the amount of \$1785.00 to cover the costs for filing. I am also enclosing a copy of each of the documents. Please stamp the documents and return them to me in the self-addressed, stamped envelope.

Please expedite this matter and contact me if you have any questions in connection with the foregoing.

Very truly yours,



Steven C. Scheinfeldt, Esq.

/jd

Enclosures

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG 20 AM 10:19

FILED

W8/25

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned personally appeared **MARION J. SPOKAS**, President of **SPOKAS MANAGEMENT, INC.**, a Florida Corporation, the General Partner of **SPOKAS ENTERPRISES, LTD.**, a Florida Limited Partnership, hereinafter referred to as the "Partnership", who upon being duly sworn, certified as follows:

1. The aggregate amount of capital contributions to the Partnership to be made by the Limited Partners is Seven Hundred Thousand (\$700,000) Dollars.
2. There are no additional capital contributions anticipated to be made by the Limited Partners.

FURTHER AFFIANT SAYETH NAUGHT.

Under 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:

SPOKAS MANAGEMENT, INC., a
Florida corporation

Date:

BY: Marion J. Spokas
MARION J. SPOKAS, as President

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared **MARION J. SPOKAS** who is personally known to me or who has produced _____ as identification, who did not take an oath, and who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Affidavit as President of Spokas Management Inc., a Florida corporation, the sole General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of August, 1999.



STEVEN C SCHEINFELDT
My Commission CC489815
Expires Aug. 20, 1999

Steven C. Scheinfeldt
Signature of Notary Public, State of Florida

Steven C. Scheinfeldt
Printed Name of Notary Public

Title or rank

Serial Number, if any

FILED
99 AUG 20 AM 10:19
CLERK OF STATE
TREASURER
ASST. CLERK
ASST. TREASURER
FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
SPOKAS ENTERPRISES, LTD.,
a Florida Limited Partnership**

The undersigned General Partner desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Law hereby states the following:

1. The name of the Partnership is **SPOKAS ENTERPRISES, LTD.**
2. The address of the office of the Partnership is: 1600 SE 14th Street, Fort Lauderdale, FL 33316.
3. The name and address of the agent for service of process on the Partnership is **Steven C. Scheinfeldt, Esquire, The Centre, Suite 206, 9900 Stirling Road, Cooper City, Florida 33024.**
- 999-66241 4. The name and business address of the sole General Partner is as follows: **SPOKAS MANAGEMENT, INC., 1600 SE 14th Street, Fort Lauderdale, Florida 33316.**
5. The mailing address of the Partnership is c/o Marion J. Spokas, 1600 SE 14th Street, Fort Lauderdale, Florida 33316.
6. The latest date upon which the Partnership shall dissolve is **December 31, 2050.**

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole General Partner of **SPOKAS ENTERPRISES, LTD.** this 3rd day of August, 1999.

Witnesses:

GENERAL PARTNER:

SPOKAS MANAGEMENT, INC., a Florida corporation

BY: Marion J. Spokas
Marion J. Spokas, President

James S. Muschler
JAMES S. MUSCHLER
Printed name of witness

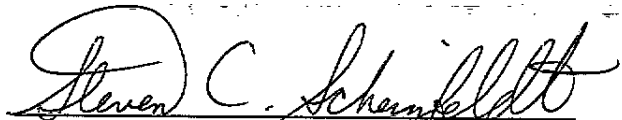
Donna Plummer
DONNA PLUMMER
Printed name of witness

FILED
99 AUG 20 AM 10:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for SPOKAS ENTERPRISES, LTD., a Florida Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


STEVEN C. SCHEINFELDT, ESQUIRE

FILED
99 AUG 20 AM 10:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA