

# A 99000001833

HINES NORMAN & ASSOCIATES, P.L.

ATTORNEYS AT LAW

JAMES P. HINES  
RANDY MILLER  
CHRISTOPHER H. NORMAN  
JAMES P. HINES, JR.  
STEPHEN C. SULLIVAN

HYDE PARK PROFESSIONAL CENTER  
315 S. HYDE PARK AVENUE  
TAMPA, FLORIDA 33606

TAXATION  
CORPORATION & BUSINESS LAW  
ESTATE PLANNING & ADMINISTRATION

(813) 251-8659  
FAX (813) 254-6153

October 15, 1999

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

800003017438--9  
-10/18/99--01117--012  
\*\*\*1835.00 \*\*\*1785.00

Re: **Certificate of Limited Partnership for CRAB TRAP, LTD.  
Fictitious Name Registration for FALK IRREVOCABLE TRUST**

Dear Sir or Madam:

Enclosed are an original and one copy of the Certificate of Limited Partnership of CRAB TRAP, LTD., a Florida Limited Partnership. Please file the original Certificate, date stamp the copy, and return the copy to our office.

Also enclosed, because the General Partner of the limited partnership is an irrevocable trust, please find a Fictitious Name Application registering the name of the Trust.

Enclosed is a check in the amount of \$1,835.00 to cover the cost of the following expenses:

Filing Fee	\$1,750.00
Registered Agent Fee	35.00
Fictitious Name Fee	<u>50.00</u>
Total	\$1,835.00

W 99-24568

Thank you for your assistance. If you have any questions or comments regarding these filings, please do not hesitate to contact us.

Very truly yours,

*Stephen C. Sullivan*  
Stephen C. Sullivan

SCS:cn  
Enclosures

Check: \$1,835  
cc: Mr. & Mrs. Lawrence L. Falk (w/ encls.)

99 NOV -8 PM 2:00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 25, 1999

STEPHEN C. SULLIVAN  
HYDE PARK PROFESSIONAL CENTER  
315 S. HYDE PARK AVE.  
TAMPA, FL 33606

SUBJECT: CRAB TRAP, LTD.  
Ref. Number: W99000024568

We have received your document for CRAB TRAP, LTD. and your check(s) totaling \$1835.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6094.

Agnes Lunt  
Document Specialist

Letter Number: 999A00051230

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 2:00

**HINES NORMAN & ASSOCIATES, P.L.**

**ATTORNEYS AT LAW**

**JAMES P. HINES  
RANDY MILLER  
CHRISTOPHER H. NORMAN  
JAMES P. HINES, JR.  
STEPHEN C. SULLIVAN**

**HYDE PARK PROFESSIONAL CENTER  
315 S. HYDE PARK AVENUE  
TAMPA, FLORIDA 33606**

**TAXATION  
CORPORATION & BUSINESS LAW  
ESTATE PLANNING & ADMINISTRATION**

**(813) 251-8659  
FAX (813) 254-6153**

**November 1, 1999**

**Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314**

**FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 2:00**

**Re: Certificate of Limited Partnership for LOUALL 99, LTD.**

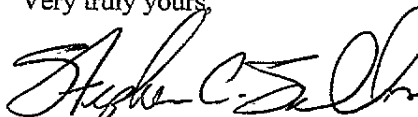
**Dear Sir or Madam:**

Enclosed are an original and one copy of the Certificate of Limited Partnership of LOUALL 99, LTD., a Florida Limited Partnership. Please file the original Certificate, date stamp the copy, and return the copy to our office.

We have previously provided you with a check in the amount of \$1,835.00 to cover the cost of the filing fee and registered agent fee for the limited partnership and the fictitious name fee relating to the general partner. (See copy of enclosed letter from your office).

Thank you for your assistance. If you have any questions or comments regarding these filings, please do not hesitate to contact us.

Very truly yours,

  
Stephen C. Sullivan

SCS:cn  
Enclosures

cc: Mr. & Mrs. Lawrence L. Falk (w/ encls.)

CERTIFICATE OF LIMITED PARTNERSHIP

OF

LOUALL 99, LTD.,  
a Florida Limited Partnership

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following pursuant to Florida Statute §620.108(1):

(a) The name of the Partnership is LOUALL 99, LTD. ("the Partnership"), a Florida limited partnership.

The address of the office of the Partnership is:

364 Blanca Ave.  
Tampa, Florida 33606

(b) The name and address of the agent for service of process for the Partnership is:

James P. Hines, Esquire  
Hines Norman & Associates, P.L.  
315 South Hyde Park Avenue  
Tampa, Florida 33606

(c) The names and business address of the general partner of the Partnership is:

Falk Irrevocable Trust 099291900173  
C/o Lawrence L. Falk, Trustee  
364 Blanca Ave.  
Tampa, Florida 33606

(d) The mailing address for the Partnership is:

364 Blanca Ave.  
Tampa, Florida 33606

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 2:00

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partner of "LOUALLA99, LTD. ("the Partnership"), a Florida limited partnership, hereby certify as follows pursuant to Florida Statute §620.108(1):

As of the date set forth hereinbelow, the amount of capital contributions of the limited partners of the Partnership is as follows:

\$ 0.00

As of the aforesaid date, the total amount anticipated to be contributed by the limited partners of the Partnership is as follows:

\$5,000,000.00

Under the penalties of perjury, we, Lawrence L. Falk and Lucille K. Falk, Trustees of the general partner of the Partnership, hereby declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the undersigned general partners, this 16<sup>th</sup> day of September, 1999.

FALK IRREVOCABLE TRUST

Stephen C. Sullivan  
Witness

Lawrence L. Falk  
Lawrence L. Falk, Trustee

Paulette Nadeau  
Witness

Stephen C. Sullivan  
Witness

Lucille K. Falk  
Lucille K. Falk, Trustee

Paulette Nadeau  
Witness

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV - 8 PM 2:00

(e) The latest date upon which the Partnership shall dissolve is:

December 31, 2028

(f) The Partnership is authorized to issue 10,000 partnership units and will initially issue 5,000 partnership units.

The execution of this Certificate by the undersigned general partners 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 undersigned trustees of the general partner of the Partnership, this 16<sup>th</sup> day of September, 1999.

FALK IRREVOCABLE TRUST

Stephen C. Sullivan  
Witness

Lawrence L. Falk  
Lawrence L. Falk, Trustee

Celette Nadeau  
Witness

Stephen C. Sullivan  
Witness

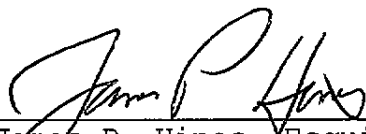
Lucille K. Falk  
Lucille K. Falk, Trustee

Celette Nadeau  
Witness

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 2:00

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having being named as registered agent for LOUALL 99, LTD. ("the Partnership"), a Florida limited partnership, in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statute §620.192.

  
\_\_\_\_\_  
James P. Hines, Esquire  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV -8 PM 2:00