

# A99000001985

SMIEGE & Otrera, P.A.  
(Requestor's Name)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

OFFICE USE ONLY

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
NOV 30 PM 5:04

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. **WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD.**  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk-In     Pick up time \_\_\_\_\_     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

*(Handwritten initials)*

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED  
99 NOV 30 PM 2:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

000003056830-17  
-11/30/99--01044--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

87.50 Fee

Examiner's Initials

*BK*  
*11/30/99*

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
WPOI OF SAN FRANCISCO  
WIRELESS PARTNERS, LTD.,  
a Florida limited partnership**

FILED STATE  
SECRETARY OF CORPORATIONS  
NOV 30 PM 5:04  
99

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1993), hereby states:

**ARTICLE 1-NAME**

The name of the Partnership is WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD.

**ARTICLE 2-OFFICE ADDRESS**

The address of the office of the Partnership is 11000 Prosperity Farms Road, Suite 201, Palm Beach Gardens, Florida 33410.

**ARTICLE 3-MAILING ADDRESS**

The mailing address of the Partnership is the same.

**ARTICLE 4-GENERAL PARTNER**

The name and business address of the sole general partner is San Francisco Funding Corp., a Florida corporation, 11000 Prosperity Farms Road, Suite 201.

P99000001767

**ARTICLE 5-REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Partnership is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Partnership is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134.

**ARTICLE 6-DISSOLUTION**

The latest date upon which the Partnership shall dissolve is twenty years from the date of filing of this Certificate of Limited Partnership with the Florida Secretary of State.



**SPIEGEL & UTRERA, P.A.**

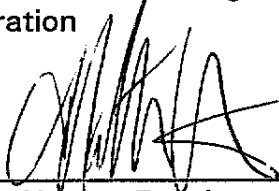
LAWYERS  
www.amerilawyer.com

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 on behalf of the sole General Partner of WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD. this 29 November 1999.

**GENERAL PARTNER:**

San Francisco Funding Corp., a Florida corporation

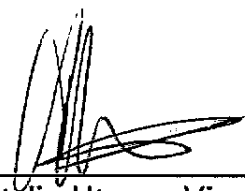


\_\_\_\_\_  
Natalia Utrera, Esquire  
Authorized Agent and Attorney at Law

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as statutory registered agent for WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, We hereby agree to act in that capacity, and, on behalf of the Partnership, 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. Spiegel & Utrera, P.A., having a business office identical with the registered office of the Partnership name above, and having been designated as the Registered Agent in the above and foregoing Certificate of Limited Partnership, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Spiegel & Utrera, P.A.



By: \_\_\_\_\_  
Natalia Utrera, Vice President



**SPIEGEL & UTRERA, P.A.**

LAWYERS  
www.amerilawyer.com

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

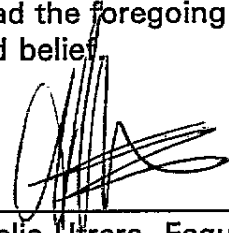
**STATE OF FLORIDA  
COUNTY OF DADE**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 NOV 30 AM 6:04

**BEFORE ME**, the undersigned authority, personally appeared Natalia Utrera, Authorized Agent and Attorney at Law of San Francisco Funding Corp., a Florida corporation the general partner of WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, one thousand dollars and No/100 (\$1,000) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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.

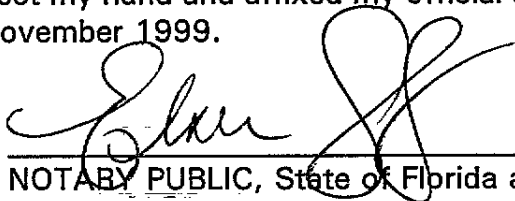


\_\_\_\_\_  
Natalia Utrera, Esquire

Dated this 29 November 1999

**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 Natalia Utrera, known to me to be the person who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Affidavit as Authorized Agent and Attorney at Law of San Francisco Funding Corp., a Florida corporation, sole General Partner of WPOI OF SAN FRANCISCO WIRELESS PARTNERS, LTD.

**IN WITNESS WHEREOF**, I have set my hand and affixed my official seal in the State and County aforesaid, this 29 November 1999.



\_\_\_\_\_  
NOTARY PUBLIC, State of Florida at Large

 (SEAL) NOTARY PUBLIC  
STATE OF FLORIDA  
Elsie Sanchez  
Commission # CC 741325  
Expires June 21, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

 **SPIEGEL & UTRERA, P.A.**

LAWYERS  
www.amerilawyer.com