

A99000001985

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

343 ALMERIA AVENUE

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

OFFICE USE ONLY

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 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

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

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

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

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

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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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**

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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.

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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

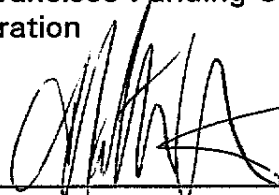
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The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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

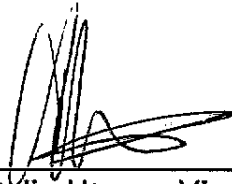


Natalia Utrera, Esquire
Authorized Agent and Attorney at Law

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.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

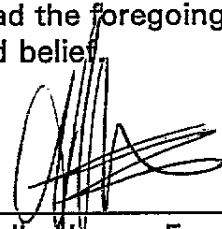
STATE OF FLORIDA
COUNTY OF DADE

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:

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CLERK OF STATE
DEPARTMENT OF CORPORATIONS
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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.



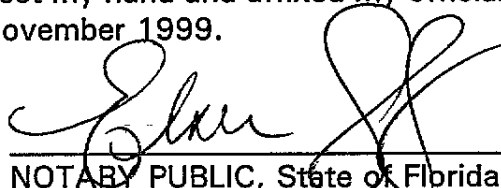
Natalia Utrera, Esquire

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.

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


NOTARY PUBLIC, State of Florida at Large



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