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MARKS AND ASSOCIATES, P.A.

SHERATON DESIGN CENTER OFFICE PLAZA
1815 GRIFFIN ROAD, SUITE 200
FORT LAUDERDALE, FLORIDA 33004
jnmarks@att.net; mkrashbaum@att.net

SEP 30 AM 9:37
OFFICE OF STATE
CLERK
TALLAHASSEE, FLORIDA

JEFFREY N. MARKS
MELISSA K. RASHBAUM

BROWARD: (954) 342-8484
MIAMI: (954) 940-8652
FACSIMILE: (954) 342-8335

August 22, 2002

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

800007315988--3
-09/27/02--01003--018
*****35.00 *****35.00

800007315988--3
-08/23/02--01061--004
*****52.50 *****52.50

Re: **S.W. Industrial, S.E., a Puerto Rican limited partnership—**
S.W. Industrial, S.E.'s Application By Foreign Limited
Partnership For Authorization To Transact Business In Florida
(accompanied by its general partner S.W. Industrial, Inc.'s
Application By Foreign Corporation For Authorization To Transact
Business In Florida)

002-25205

Dear Sir or Madam:

The enclosed "Application By Foreign Limited Partnership For Authorization To Transact Business In Florida" and check are submitted to register S.W. Industrial, S.E. to transact business in Florida. Please note that the name under which it proposes to transact business in Florida is S.W. Industrial, Ltd. as the Puerto Rican notation, "S.E." is not permitted in Florida.

S.W. Industrial, S.E. has two general partners. One is an individual and the other is a foreign corporation by the name of S.W. Industrial, Inc. We also have enclosed the "Application By Foreign Corporation For Authorization To Transact Business In Florida" along with a check and Certificate of Existence for registering that foreign corporation to transact business in Florida. **As it is my understanding that all foreign corporation general partners of a foreign limited partnership must first be registered to transact business in Florida before registering the foreign limited partnership, please process the application for S.W. Industrial, Inc. before the application for S.W. Industrial, S.E.**

If you have any questions or need any further information, please contact the undersigned at 954-342-8484. Also, please forward the acknowledgment to the undersigned at the address listed at the top of this letterhead. Thank you.

Very truly yours,

MARKS AND ASSOCIATES, P.A.

By: Melissa K. Rashbaum
Melissa K. Rashbaum, Esq.

MKR/ono
Encls.



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

August 29, 2002

MELISSA K. RASHBAUM, ESQ.
1815 GIFFIN ROAD SUITE 200
SHERATON DESIGN CENTER OFFICE PLAZA
FT. LAUDERDALE, FL 33004

SUBJECT: S.W. INDUSTRIAL, LTD.
Ref. Number: W02000025205

FILED
02 SEP 30 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for S.W. INDUSTRIAL, LTD. and your check(s) totaling \$52.50. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$35.00.

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy	\$52.50
(15 pages or less, \$1 for each additional page after initial 15 pages)	
Registered Agent/Office Change	\$35
Name Reservation	
(120 days nonrenewable)	\$35
Amendment	
(other than specified)	\$52.50
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions	
\$7 per \$1000 on increase only	
(\$52.50 minimum-\$1750 maximum)	
Certificate of Status or Fact	\$8.75
Cancellation	\$52.50
Resignation of Registered Agent	\$87.50
LP Annual Report/Uniform Business Report	
\$7 per \$1000 of invested capital	
(\$52.50 minimum - \$437.50 maximum)	

plus Supplemental Fee of \$138.75
Reinstatement

(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report/uniform business report fees)

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) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 802A00050499

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02 SEP 30 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAW OFFICES
MARKS AND ASSOCIATES, P.A.

SHERATON DESIGN CENTER OFFICE PLAZA
1815 GRIFFIN ROAD, SUITE 200
FORT LAUDERDALE, FLORIDA 33004
jmarks@att.net; mkrashbaum@att.net

JEFFREY N. MARKS
MELISSA K. RASHBAUM

BROWARD: (954) 342-8484
MIAMI: (954) 940-8652
FACSIMILE: (954) 342-8335

Agnes Lunt, Document Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: S.W. Industrial, Ltd.
Reference Number: W02000025205

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02 SEP 30 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Lunt:

Enclosed please find a copy of your 8/29/02 letter along with a check for \$35.00 for the Registered Agent Designation fee. If you need anything further in order to register the referenced limited partnership to do business in Florida, please contact me at your earliest convenience. Thank you for your attention to this matter.

Very truly yours,

MARKS AND ASSOCIATES, P.A.

By: Melissa K. Rashbaum
Melissa K. Rashbaum, Esq.


MKR/ono
Encls.

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. S.W. Industrial, S.E.
(Name of limited partnership as it is in the home state)
2. S.W. Industrial, Ltd.
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")
3. Puerto Rico 4. March 3, 1989
(State of Formation) (Date of Formation)
5. ~~XXXXXXXXXX~~ Robin Khatib
(Name of Registered Agent for Service of Process)
6. 305 S. Andrews Avenue, Suite 200
(Street Address of Registered Office)
- Ft. Lauderdale, Florida 33301
(City) (Zip Code)

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02 SEP 30 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7. Acceptance by the Registered Agent for Service of Process:


(Agent must sign on this line) Robin Khatib

8. San Marcos Avenue, Building 2, 3rd Floor
El Comandante Industrial Park, Carolina, Puerto Rico 00982
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

STREET ADDRESS

<u>S.W. Industrial, Inc., a Puerto Rican corporation</u>	<u>F02-4439</u>	<u>San Marcos Ave., Bldg. 2, 3rd Floor, El Comandante Industrial Park, Carolina, Puerto Rico 00982</u>
<u>S.W. Shelley</u>		<u>305 S. Andrews Ave., Suite 200 Ft. Lauderdale, FL 33301</u>

10. San Marcos Ave., Bldg. 2, 3rd Floor, El Comandante Industrial Park, Carolina, Puerto Rico 00982
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. 305 S. Andrews Avenue, Suite 200, Ft. Lauderdale, FL 33301

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21st day of August, 2002

S.W. Shelley General Partner

STATE OF Florida

COUNTY OF Broward

On this 21st day of August, 2002

S.W. Shelley, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Melissa Kay Rashbaum
(Notary Public Signature)

Melissa Kay Rashbaum
(Notary's Printed Name)

Seal

My Commission Expires: 5/18/05



Melissa Kay Rashbaum
Commission # DD 014958
Expires May 18, 2005
Bonded Through
Atlantic Bonding Co., Inc.

FILED
02 SEP 30 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared S.W. Shelley
a general partner of S.W. Industrial, S.E., a(an) Puerto Rican
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1001.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1000.00

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21st day of August, 2002

S.W. Shelley General Partner

FILED
02 SEP 30 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Florida

COUNTY OF Broward

On this 21st day of August, 2002

S.W. Shelley, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Melissa K. Rashbaum
(Notary Public Signature)

Melissa K. Rashbaum
(Notary's Printed Name)

Seal

My Commission Expires: 5/18/05



Melissa Kay Rashbaum
Commission # DD 014958
Expires May 18, 2005
Bonded Thru
Atlantic Bonding Co., Inc.