

B95000000034

KIRK • PINKERTON

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

ROBERT J. CARR
WILLIAM C. STRODE
L. HOWARD PAYNE***
RICHARD B. McLEOD*
PHILLIP A. WOLFF
L. NORMAN VAUGHAN-BIRCH**
TIMOTHY S. SHAW
WILLIAM E. ROBERTSON, JR.

W. LEE McGINNESS
DAVID M. SILBERSTEIN***
DANIEL A. BECHTOLD
CHRISTINE A. BUTLER
ANITA J. HANNA
DAVID W. PAYNE

720 SOUTH ORANGE AVENUE
SARASOTA, FLORIDA 34236
TELEPHONE 813-364-2400
TELECOMMER 813-364-2490

245 N. TAMiami TRAIL, SUITE A
VENICE, FLORIDA 34285
TELEPHONE 813-488-7811
TELECOPIER 813-488-8012

MAILING ADDRESS
P. O. BOX 3798
SARASOTA, FLORIDA 34230

JAMES E. KIRK, 1907-1903
JOHN C. PINKERTON, RETIRED
DONALD C. McCLELLAND, JR., RETIRED
JOHN J. SHEA, JR., OF COUNSEL

*BOARD CERTIFIED IN WILL, TRUSTS AND ESTATES
**BOARD CERTIFIED CIVIL TRIAL ATTORNEY
***BOARD CERTIFIED TAX ATTORNEY
*ALSO ADMITTED IN NEW YORK
**ALSO ADMITTED IN NEW MEXICO
***ALSO ADMITTED IN COLORADO

January 23, 1995

Direct Dial
(813) 364-2409

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

100001389811
-01/26/95--01028--001
***428.75 ***428.75

RE: Brandon Candy, L.P.

Dear Sir/Madam:

Enclosed is a check in the amount of \$428.75 in addition to an Application by Foreign Limited Partnership for Authorization to Transact Business in Florida for the above limited partnership. Please file this application at your earliest opportunity and return a certified copy to me.

Should you have any questions or problems with this, please do not hesitate to contact me.

Very truly yours,

Veanna J. McAhren
Veanna J. McAhren
Certified Legal Assistant to
David M. Silberstein

vjm
Enclosures:
g:\vjm\sectyst.ltr

CC

2-1-95a

FILED
1995 JAN 26 PM 3:58
SECRETARY
TALLAHASSEE, FLORIDA

Florida Department of State, Jim Smith, Secretary of State

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

1. BRANDON CANDY, L.P. B95000000034
(Name of limited partnership as it is in the home state;

2. Brandon Candy, 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. Pennsylvania 4. 12/2/94
(State of Formation) (Date of Formation)

5. Michael Lando
(Name of Registered Agent for Service of Process)

6. 1878 Cottonwood Trail
(Street Address of Registered Office)

Sarasota , Florida 34232
(City) (Zip Code)

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

[Signature]
(Agent must sign on this line)

8. Aderson, Frank & Steiner, P.C., c/o Sanford Aderson, 2320 Grant Bldg., Pittsburgh, PA
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.) 15219

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

MICHAEL LANDO

1878 Cottonwood Trail
Sarasota, FL 34232

10. 1878 Cottonwood Trail, Sarasota, FL 34232
(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 cancelled or withdrawn.

12. 1878 Cottonwood Trail, Sarasota, FL 34232
(Mailing Address of Limited Partnership)

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1995 JAN 26 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This 12th day of January, 19 95.

[Signature]
General Partner

STATE OF

COUNTY OF

THE FOREGOING instrument was acknowledged and sworn to before me this 12th day of January, 19 95, by MICHAEL LANDO (Name of General Partner) of

BRANDON CANDY, L.P.

(Name of Limited Partnership), A Pennsylvania (State or Country) Limited Partnership, on behalf of the Limited Partnership. He produced a Fla. Drivers License as identification

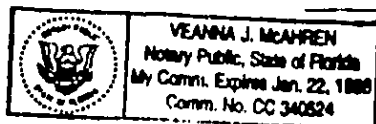
[Signature]

Notary Public

State of _____ at Large

(SEAL)

My Commission Expires:



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1995 JAN 26 PM 3:58
TALAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared MICHAEL LANDO, a general partner of BRANDON CANDY, L.P., a (an) Pennsylvania, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 48,750.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 48,750.00.

This 12th day of January, 1995

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

General Partner

MICHAEL LANDO

FILED
1995 JAN 26 PM 3:59
SEAL
TALLAHASSEE, FLORIDA

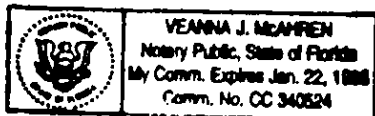
STATE OF Florida
COUNTY OF Sanasota
DATE Jan 12, 1995

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 MICHAEL LANDO (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership. He produced a Fla Drivers License as identification

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12th day of January, 1995.

Veanna J. McAhren
Notary Public

Seal



State of _____ at Large
My Commission Expires: _____

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Matham
Secretary of State
DIVISION OF CORPORATIONS

FILED

1995 OCT 23 PM 12:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership:

BRANDON CANDY, LTD.

1a. DOCUMENT #
B95000000034

Mailing Address

1878 COTTONWOOD TRAIL
SARASOTA FL 34232

Principal Office Address

1878 COTTONWOOD TRAIL
SARASOTA FL 34232

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA 01/26/1995

3a. Date of Last Report

None

4. State or Country of Formation

PA

5a. Capital Contributions as Shown
on Record \$48,750.00

5b. Amount of Capital Contributions in
FLORIDA to date

6. FEI Number

25-1752924

Applied For

X Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

8. FEES: 1. Filing Fee. Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2. Supplemental Fee. \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

LANDO, MICHAEL
1878 COTTONWOOD TRAIL
SARASOTA FL 34232

10. If changed, new Registered Agent/Office

Name

900001622439

Street Address (P.O. Box Number is Not Acceptable) 10/27/95--01039--023

State Apt # etc

***480.00 ***480.00

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192 Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.192 Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

LANDO, MICHAEL

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

1878 COTTONWOOD TRAIL

11b. City, State & Zip Code

SARASOTA FL 34232

11c. Registration/
Document Number

N/A

AR-\$341.25
SF-\$138.75

10/26/95 am

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

I hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee authorized to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

Michael Lando

Typed or Printed Name of General Partner Signing Form

MICHAEL LANDO

DATE

Sept 12, '95

Telephone Number

813 689 5770

CR2E003 (6/95)