



Prentice Hall Legal & Financial Services

ATTN: Marcia

(804) 222-7495

1201 HAYS STREET, SUITE 105
ALLIANCE, VA 22304

CORPORATION (VA) MP

20
CHARTER NUMBER
CORPORATION

B 9500000059

Barfinkle Limited Partnership II

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 11:21

<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Annual Report	<input type="checkbox"/> Name Reservation
<input type="checkbox"/> Change of Registered Agent	<input type="checkbox"/> Name Registration
<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Non-Profit/Articles of Incorporation
<input type="checkbox"/> Domestication	<input type="checkbox"/> Other
<input type="checkbox"/> Fictitious Business Name	<input type="checkbox"/> Profit/Articles of Incorporation
<input type="checkbox"/> Foreign - Profit	<input type="checkbox"/> Reinstatement
<input type="checkbox"/> Foreign - Non-Profit	<input type="checkbox"/> Resignation of R.A., Off/Dir
<input checked="" type="checkbox"/> Limited Partnership	<input type="checkbox"/> Trademark
<input type="checkbox"/> Limited Liability	<input type="checkbox"/> UCC/Filing 1
<input type="checkbox"/> Mtr. Veh.	<input type="checkbox"/> UCC/Filing 3

<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> CUS
<input type="checkbox"/> Photocopy	<input type="checkbox"/> Good Standing
<input type="checkbox"/> Corporate Print-Out	<input type="checkbox"/> R.A., Off/Dir Search
<input type="checkbox"/> Fictitious/Owner Search	

(X) Walk in () Call if Problem () Will Wait (X) Pick up 2/20/95 DATE/TIME

FOR PRENTICE HALL'S USE ONLY

200001413892
-02/23/95--01078--013
***1837.50 ***1837.50

BRANCH ORDERING: TRN BY: Zulma
BRANCH RECEIVING: Tal BY: MAH
REF/JOB # K351610
CLIENT MATTER # _____
SAME DAY ☒ 24 HR _____ ROUTINE _____
VERBAL REQUESTED: YES OR NO
DATE SENT: 2/20/95 MAIL FAX _____ FED EXP. _____
FILED: 2/20/95
SENT TO: BRANCH _____ CLIENT _____
SPECIAL INSTRUCTIONS: _____

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/	_____
SPEC. HANDL.	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

Florida Department of State, Jim Smith, Secretary of State

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

1. Garfinkle Limited Partnership II

(Name of limited partnership as it is in the home state;

2. _____
(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. Delaware

(State of Formation)

4. January 25, 1995

(Date of Formation)

5. The Prentice-Hall Corporation System, Inc.

(Name of Registered Agent for Service of Process)

6. 1201 Hays Street, Suite 105

(Street Address of Registered Office)

Tallahassee

(City)

Florida

32301

(Zip Code)

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

The Prentice-Hall Corporation System, Inc.

By: Marcia A. Skner, Assistant Secretary 2/20/95

(Agent must sign on this line)

8. c/o The Prentice-Hall Corporation System, Inc.,
32 Lockerman Square, Suite L-100, Dover, Delaware

(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

G.F. Management Corp.

2800 S. Ocean Boulevard
Boca Raton, Florida 33432

F95000000568

10. 2800 S. Ocean Boulevard, Boca Raton, Florida 33432

(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. 2800 S. Ocean Boulevard, Boca Raton, Florida 33432

(Mailing Address of Limited Partnership)

FILED
STATE
SECRETARY OF
DIVISION OF
CORPORATIONS
95 FEB 20 AM 11:21

This 3rd day of February, 19 95.

G.F. MANAGEMENT CORP.
General Partner

BY Norton Garfinkle
Norton Garfinkle, Chairman

STATE OF New York
COUNTY OF New York

THE FOREGOING instrument was acknowledged and sworn to before me this 3rd day of February, 19 95, by Norton Garfinkle, Chairman of G.F. Management Corp., general partner of Garfinkle Limited Partnership II

(Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Rita Buttolph

Notary Public

State of New York at Large

My Commission Expires:

(SEAL)

RITA BUTTOLPH
Notary Public, State of New York
No. 31447
Qualified in New York County
Commission Expires December 15, 1996

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 FEB 20 AM 11:21

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Norton Garfinkle, Chairman
general partner of G.F. Management Corp., the
Delaware limited partnership, hereinafter referred to as the "Partnership", who
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 16,663,464.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 16,663,464

This 3rd day of February, 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.

G.F. MANAGEMENT CORP.
General Partner

BY Norton Garfinkle
Norton Garfinkle, Chairman

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 20 AM 11:21

STATE OF New York
COUNTY OF New York
DATE February 3, 1995

Norton Garfinkle, Chairman of G.F. Management Corp., 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.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of February, 1995.

Rita Buttolph
Notary Public

Seal

State of _____ at Large
My Commission Expires:

BITA BUTTOLPH

NOTARY PUBLIC, STATE OF NEW YORK
COMMISSION EXPIRES: DEC 15, 1996



Prentice Hall Legal & Financial Services

ATTN: Andrea 904-221-4951

1201 HAYS STREET, SUITE 105
TALLAHASSEE, FL 32301

CORPORATION(S) NAME

CHARTER NUMBER

GarFinkle Limited Partnership II

FILED
95 MAR 31 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Amendment
☐ Annual Report
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Domestication
☐ Fictitious Business Name
☐ Foreign - Profit
☐ Foreign - Non-Profit
☒ Limited Partnership
☐ Limited Liability
☐ Mtr. Veh.

☐ Merger
☐ Name Reservation
☐ Name Registration
☐ Non-Profit/Articles of Incorporation
☐ Other
☐ Profit/Articles of Incorporation
☐ Reinstatement
☐ Resignation of R.A., Off/Dir
☐ Trademark
☐ UCC/Filing 1
☐ UCC/Filing 3

\$ 1750.00 F.F.
50.50-C.C.

CM

☒ Certified Copy
☐ Photocopy
☐ Corporate Print-Out
☐ Fictitious/Owner Search

☐ CUS
☐ Good Standing
☐ R.A., Off/Dir Search

(X) Walk In

() Call If Problem

() Will Wait

(X) Pick up 3-31/2:00
DATE/TIME

FOR PRENTICE HALL'S USE ONLY

BRANCH ORDERING: NJS BY: Deane M.

BRANCH RECEIVING: FL BY: Andrea

REF/JOB # 03 K 364932

CLIENT MATTER # _____

SAME DAY ☒ 24 HR _____ ROUTINE _____

VERBAL REQUESTED: ☒ YES OR ☐ NO

DATE SENT: MAIL ☒ FAX ☒ FED EXP. ☒

FILED:

SENT TO: BRANCH _____ CLIENT ☒

SPECIAL INSTRUCTIONS: Per clients letter

400001449494
-04/06/95--01049--005
***1882.50 ***1882.50

CHECK #	_____
ST./CTY/ FEES	_____
CORR. FEE/	_____
SPEC. HANDL	_____
MESSENGER	_____
COPIES	_____
FAX FEE	_____
OTHER	_____
TOTAL	_____

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FOREIGN LIMITED PARTNERSHIP**

The undersigned general partners of GARFINKLE LIMITED PARTNERSHIP II
_____, a(an)
Delaware _____ limited partnership, ex-
ecuted this supplemental affidavit filed pursuant to section 620.176, Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the pur-
pose of transacting business in Florida is \$ 25,569,747.04

This 30th day of March, 19 95

FURTHER AFFIANT SAYETH NOT.

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

General Partner

G.F. MANAGEMENT CORP.

By

Norton Garfinkle, Chairman

FILED
95 MAR 31 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B9500000059



ACCOUNT NO. : 072100000032

REFERENCE : 619307 86901H

AUTHORIZATION :

COST LIMIT : * PREPAID

ORDER DATE : June 15, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 619307

CUSTOMER NO: 86901H

CUSTOMER: Ms. Rene Payne
Prentice Hall Legal &
830 Bear Tavern Road
Suite 305
Trenton, NJ 086281020

FOREIGN FILINGS

B9500000059

NAME: GARFINKLE LIMITED PARTNERSHIP,
II

 PROFIT
 NON-PROFIT

 CORPORATE
XX LIMITED PARTNERSHIP

XX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

FILED
1995 JUN 15 AM 11:27
TALLAHASSEE, FLORIDA

600001515996
-06/19/95--01007--016
****105.00 ****105.00

FILED
1995 JUN 15 AM 11:11
TALLAHASSEE, FLORIDA

6/15/95

**CERTIFICATE OF CANCELLATION OF REGISTRATION
OF A FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State
State of Florida

FILED
1995 JUN 15 AM 11:27
TALLAHASSEE, FLORIDA

It is hereby certified that:

1. Garfinkle Limited Partnership II, a foreign limited partnership formed under the laws of the State of Delaware, hereby cancels its registration in the State of Florida.

2. The undersigned is a general partner of the aforesaid foreign limited partnership.

signed on 7th day of June, 1995

GARFINKLE LIMITED PARTNERSHIP II

By: G.F. Management Corp.
General Partner

By: 
Norton Garfinkle, Chairman

STATE OF NEW YORK)
) SS.:
COUNTY OF NEW YORK)

The foregoing instrument was acknowledged and sworn to before me this 7th day of June 1995, by Norton Garfinkle, Chairman of G.F. Management Corp., the sole General Partner of Garfinkle Limited Partnership II, a limited partnership formed under the laws of the State of Delaware, on behalf of the limited partnership.

Rita Buttolph
Notary Public

State of New York at Large

(SEAL)

My Commission Expires:
RITA BUTTOLPH
Notary Public, State of New York
No. 31-4879787
Qualified in New York County
Commission Expires December 15, 1996

FILED
1995 JUN 15 AM 11:27
TALLAHASSEE, FLORIDA