

B95000000086

MAR-13-95 MON 10:02 FLEMING HAILE & SHAW
3/13/95 FLORIDA DIVISION OF CORPORATIONS 9:22 AM

P. 01

(((H95000002825))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS FROM: FLEMING, HAILE & SHAW, P.A.
DEPARTMENT OF STATE 11780 US HWY ONE
STATE OF FLORIDA THREE GOLDEN BEAR PLAZA SUITE 300
609 EAST GAINES STREET NORTH PALM BEACH FL 33408-
TALLAHASSEE, FL 32399 CONTACT: LAURA HOLLYWOOD
FAX: (904) 922-4000 PHONE: (407) 627-8100
FAX: (407) 622-7603

(((H95000002825))) DOCUMENT TYPE: FOREIGN LIMITED PARTNERSHIP

NAME: SPARGOER ASSOCIATES, LTD.
FAX AUDIT NUMBER: H95000002825 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/13/1995 TIME REQUESTED: 09:22:05

CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$160.86 ACCOUNT NUMBER: 076326003550

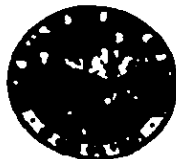
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** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>.

B95000000086

3/13/95aw

FILED
1995 MAR 13 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 10, 1995

LAURA HOLLYWOOD, LEGAL ASSISTANT
11780 U.S. HIGHWAY ONE
THREE GOLDEN BEAR PLAZA, STE. 300
NORTH PALM BEACH, FL 33408

SUBJECT: SPARMERE ASSOCIATES, LTD.
Ref. Number: W9600005408

We have received your document for SPARMERE ASSOCIATES, LTD. and your check(s) totaling \$160.86. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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 (904) 487-6920.

Ava Watson
Corporate Specialist

Letter Number: 495A00010914

Efil 3/13/95

H95000002825

Florida Department of State, Jan Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA1. Spartane Associates B950000000086
(Name of limited partnership as it is in the home state;2. Spartane Associates, 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. Massachusetts 4. 04/06/77
(State of Formation) (Date of Formation)5. FHS Corporate Services, Inc.
(Name of Registered Agent for Service of Process)6. 11780 U. S. Highway #1, Suite 300
(Street Address of Registered Office)North Palm Beach Florida 33408
(City) (Zip Code)

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

FHS CORPORATE SERVICES

Oran S. Tesini, Assistant Secretary
(Agent must sign on this line)8. 49 Walpole Street, Suite 6, Norwood, Massachusetts 02062
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

Joseph R. Bagby

George J. Alai

John M. Kane

SPECIFIC ADDRESS

125 Brazilian Avenue
Palm Beach, FL 3348025 Dogwood Trail
Randolph, NJ 0707149 Walpole Street, Suite 6
Norwood, MA 0206210. 125 Brazilian Avenue, Palm Beach, FL 33480
(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. 125 Brazilian Avenue, Palm Beach, FL 33480
(Mailing Address of Limited Partnership)

H95000002825

Prepared By:
Oran S. Tesini, Fla. Bar No. 760897
Planning, Mgmt. & Consulting, P.A.
11780 U.S. Highway One, Suite 300
North Palm Beach, Florida 33408
(407) 627-8108FILED
1995 MAR 13 AM 10:37
TALLAHASSEE, FLORIDA

H95000002825

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Joseph R. Bagby, a
 general partner of Sparrere Associates, a (an)
Massachusetts limited partnership, hereinafter referred to as the "Partnership", who
 certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 58,540.60.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 167.30.

This 6th day of March, 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

Joseph R. Bagby

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 1995 MAR 13 AM 10:37
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

STATE OF FLORIDA
 COUNTY OF PALM BEACH
 DATE March 6, 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 Joseph R. Bagby (General Partner, known to me and known 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 6th day of March, 1995

Laura Hollywood
 Notary Public Laura Hollywood

H95000002825

This 6th day of March, 1995

MAR-13-95 MON 10:04 FLEMING HAYLE & SHAW

P.04

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This 6th day of March, 19 95.

Joseph R. Bagby
General Partner

STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day of March, 19 95, by Joseph R. Bagby (Name of General Partner) of

SPARE ASSOCIATES
(Name of Limited Partnership), A Massachusetts (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Laura Hollywood
Notary Public Laura Hollywood
State of Florida at Large
My Commission Expires:

(SEAL)



LAURA HOLLYWOOD
MY COMMISSION EXPIRES
MAY 21, 1997
NOTARY PUBLIC, STATE OF FLORIDA

FILED
1995 MAR 13 AM 10:37
STATE
TALLAHASSEE, FLORIDA

Prepared By:
Cory S. Tamm, Fla. Bar No. 768007
Fleming, Hayle & Shaw, P.A.
11700 U.S. Highway One, Suite 200
North Palm Beach, Florida 33468
(407) 627-8100
1195000002825