

B96000000037

Law Offices
Arsenault & Reardon, P.A.
10225 Ulton Road, Suite 2
Largo, Florida 34641

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-01/03/96--01067--003
****94.50 ****94.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. WPP Fidelco, L.P. 196000000744
(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

96 JAN 25 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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

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

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

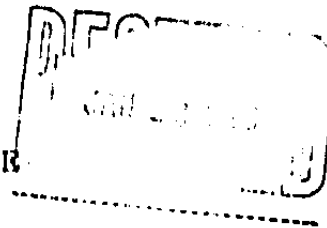
Depa \$7.00

789, 507, 656, 671

1-10-96 QW



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State



January 10, 1996

ARSENAULT & REARDON, P.A.
10225 ULMERTON ROAD
SUITE 2
LARGO, FL 34641

SUBJECT: WPP FIDELCO, L.P.
Ref. Number: W9600000774

We have received your document for WPP FIDELCO, L.P. and your check(s) totalling \$94.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Section 620.108, Florida Statutes, requires the affidavit include the amount of capital contributions of the limited partners and the amount anticipated to be contributed.

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: 196A00001248

Maria Ginotti
1-201-467-5697 fax

Law Offices

Arsenault & Reardon, P.A.

10225 Ulmerton Road Suite 2
Largo, Florida 34641
Telephone 813-584-1199
Fax 813-586-1071

Kenneth G. Arsenault, Jr.

Janet C. Reardon

January 20, 1996

FEDERAL EXPRESS

Ms. Ava Watson
Corporate Specialist
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: WPP FIDELCO, L.P.

Dear Ms. Watson:

Enclosed is the Application By Foreign Limited Partnership for filing with your office. Pursuant to your letter, a copy of which is enclosed herewith, I have filled in the name under which they will transact business in the State of Florida as well as the anticipated amount of capital contributions.

This should be all you need to complete the filing. Our clients are most anxious to have this Application filed so your prompt processing of this document would be sincerely appreciated. Also, would it be possible for you to fax a copy of the filed certificate to our clients at 1-201-467-5697 attention Maria Binetti?

Thank you for your assistance with this matter. Please feel free to contact my office if you have any questions.

Very truly yours,

ARSENAULT & REARDON, P.A.



Kenneth G. Arsenault, Jr.

KGA:pmd
Enclosure

Sandra B. Mortham, Secretary of State

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

1. WPP Fidelco, L.P.

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

B96000000037

2. WPP Fidelco, Limited Partnership

(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. New Jersey

(State of Formation)

4.

9/25/95
(Date of Formation)

5. Norman R. Berson

(Name of Registered Agent for Service of Process)

6. 4041 Gulf Shore Blvd. No. Savoy 401

(Street Address of Registered Office)

Naples

(City)

, Florida

33940

(Zip Code)

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

Norman R. Berson

(Agent must sign on this line)

8. 225 Millburn Avenue, Suite 202, Millburn, New Jersey 07041

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS

SPECIFIC ADDRESS

Marc E. Berson 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

Limited Partners.

Marc E. Berson 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

Lora Elyse Berson Hersh Trust 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

Gary Howard Berson Trust 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

Kerri Heather Berson Trust 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

10. 225 Millburn Avenue, Suite 202, Millburn, NJ 07041

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

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. 225 Millburn Avenue, Suite 202, Millburn, NJ 07041
(Mailing Address of Limited Partnership)

This 13th day of December, 1995.

[Signature]
General Partner

RECEIVED
95 JAN 25 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF New Jersey

COUNTY OF Essex

THE FOREGOING instrument was acknowledged and sworn to before me this 13th day

of December, 1995, by Marc E. Berson of
(Name of General Partner)

WPP Fidelco, L.P., a New Jersey
(Name of Limited Partnership)

Limited Partnership, on behalf of New Jersey

Limited Partnership. (State or Country)

Maria Binetti

MARIA BINETTI
Notary Public
A Notary Public of New Jersey
My Commission Expires June 1, 1997

State of _____ at Large

(SEAL)

My Commission Expires: _____

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME the undersigned personally appeared Marc E. Bernon, a general partner of WPP Edelman, L.P., a (an) New Jersey limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000.00.

This 13th day of December, 1995.

FURTHER AFFIANT SAYETH NOT.

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

Marc E. Bernon
General Partner

State of New Jersey

County of Essex

Date 12-13-95

96 JAN 25 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Marc E. Bernon (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 13th day of December, 1995.

Maria Braxton

Notary Public
MARIA BRAXTON

Seal

A Notary Public in and for the State of New Jersey
My Commission Expires June 1, 1997

State of _____ at Large

My commission expires: _____