

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



396000000085

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DIVISION OF CORPORATION
MAR 6 PM 4:10

ACCOUNT NO. : 072100000032

REFLECT : 070192 470192

OUTBOREZATION : Patricia Pizato

COST : 1.00

ORDER DATE : March 14, 1996

ORDER TYPE : 243 191

ORDER NO. : 070192

800001735009

CUSTOMER NO. : 900392

CUSTOMER: Esther L. Forbes, Legal Counsel
Greenberg Traub & Hoffmann
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3230

COMPANY NAME

446A00010172

NAME : RE: HOD DING & ASSOCIATES
PARTNERSHIP

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAR -6 AM 9:30

KEY : QUALIFICATION : TYPE : L10

PLEASE RETURN THE FOLLOWING AS PROOF OF FULFILLMENT

- ☐ CERTIFIED COPY
- ☐ PLAIN STAMPED COPY
- ☒ CERTIFICATE OF GOOD STANDING

B/K
3/6/96

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

1. MS HOLDINGS LIMITED PARTNERSHIP

(Name of Limited Partnership as it is in the State of filing.)

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. March, 1996

(Date of Formation)

5. MICHAEL J. SWERDLOW

(Name of Registered Agent for Service of Process)

6. 200 S. Park Road - #200

(Street Address or Registered Office)

Hollywood

(City)

Florida

33021

(Zip Code)

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DIVISION OF CORPORATIONS
66110 - 6 AM 9:30

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

Having been named to accept service of process for the foreign limited partnership named in this "Application by Foreign Limited Partnership for Authorization to Transact Business in Florida" at the place designated therein, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of §620.192 of the Florida Statutes.

BY: _____

Michael J. Swerdlow, Registered Agent

Dated: March 5th, 1996.

8. 1013 Centre Road, Wilmington, DE 19805

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

9. NAME OF GENERAL PARTNER:

MS HOLDINGS, INC.

SPECIFIC ADDRESS:

200 South Park Road
200
Hollywood, FL 33021

893000045408

10. 200 S. Park Road - #200 - Hollywood, FL 33021

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

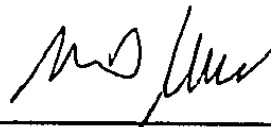
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 200 S. Park Road - #200 - Hollywood, FL 33021
Mailing Address of the Limited Partnership

This 5th day of March, 1996.

GENERAL PARTNER:

MS HOLDINGS, INC.,
Delaware corporation,
general partner



Michael J. Swerdlow, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared **MICHAEL J. SWERDLOW**, President of **MS HOLDINGS, INC.**, a Delaware corporation, being the sole general partner of **MS HOLDINGS LIMITED PARTNERSHIP**, a Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partner is \$ - 0 -.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purpose of transacting business in Florida is \$ 100.00.

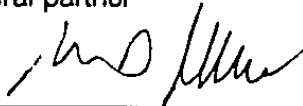
This 5th day of March, 1996.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

MS HOLDINGS, INC.,
a Delaware corporation,
general partner



Michael J. Swerdlow, President

STATE OF FLORIDA

COUNTY OF DADE

)
) SS:
)

The foregoing instrument was acknowledged before me this 5th day of March, 1996 by MICHAEL J. SWERDLOW as President of MS HOLDINGS, INC., a Delaware corporation, the sole general partner of MS HOLDINGS LIMITED PARTNERSHIP, for and on behalf of the Partnership. He personally appeared before me and is personally known to me.

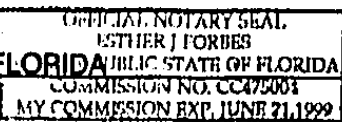
Notary: [Signature]

[NOTARIAL SEAL]

Print Name: _____

Notary Public, State of **FLORIDA**

My commission expires: _____



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1201 HAYS STREET
TAMPAH, FL 33601
(813) 222-0171
(813) 222-0171 FAX

800-222-0086

B9600000085



ACCOUNT NO. : 072100000032

REFERENCE : 189003 4303929

AUTHORIZATION :

COST LIMIT

Patricia P. Pitt
1995

ORDER DATE : December 16, 1996

ORDER TIME : 8:47 AM

ORDER NO. : 189003-005

400002029554--5

CUSTOMER NO: 4303929

CUSTOMER: Esther J. Forbes, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILINGS

NAME: MS HOLDINGS LIMITED
PARTNERSHIP

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
96 DEC 16 AM 11:58
DIVISION OF CORPORATIONS
RECEIVED
96 DEC 16 AM 11:20

B/K
12/19/96

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

Pursuant to the provisions of §620.174, Florida Statutes, **MS HOLDINGS LIMITED PARTNERSHIP**, a foreign limited partnership, hereby submits this certificate of cancellation in order to cancel its registration with the Florida Department of State and hereby certifies:

1. **MS HOLDINGS LIMITED PARTNERSHIP**, Charter #B96000000085 filed on March 6, 1996, 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 the Sole General Partner of the aforesaid foreign limited partnership.

IN WITNESS WHEREOF, the general partner does hereby execute this Certificate of Cancellation of **MS HOLDINGS LIMITED PARTNERSHIP**, this 10th day of December, 1996.

MS HOLDINGS REALTY, INC., a
Delaware corporation, general partner

BY: _____

THEODORE R. STOTZER,
Senior Vice President

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DIVISION OF CORPORATIONS
96 DEC 16 AM 11:58

STATE OF FLORIDA)

COUNTY OF BROWARD)

SS:

The foregoing instrument was acknowledged before me this 10th day of December, 1996 by **THEODORE R. STOTZER**, Senior Vice President of **MS HOLDINGS REALTY, INC.** He personally appeared before me and is personally known to me.

Notary: _____

[NOTARIAL SEAL]

Print Name: CELESTE M. ORLINS

Notary Public, State of **FLORIDA**

My commission expires: _____



Celeste M. Orlins
MY COMMISSION # CC580511 EXPIRES
AUGUST 24, 2000
BONDED THRU TROY FAIR INSURANCE, INC.