

B97000000600

Peter W. Mettler

Requestor's Name

140 Royal Palm Way, Ste. 202

Address

Palm Beach, FL 33480-4204

City/State/Zip

Phone #

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 NOV -4 PM 3:56

(400002332554--7

-10/29/97--01067--005

***1715.00 ***1715.00

Office Use Only

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

1. Winthrop Venture Fund, Ltd

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

(000002304350--8

-09/26/97--01014--003

*****70.00 *****70.00

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

W97-24820

Examiner's Initials

KWM



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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October 31, 1997

PETER W. METTLER
140 ROYAL PALM WAY, STE. 202
PALM BEACH, FL 33480-4204

SUBJECT: WINTHROP VENTURE FUND, LTD.
Ref. Number: W97000024820

We have received your document for WINTHROP VENTURE FUND, LTD. and your check(s) totaling \$1715.00. However, the document has not been filed and is being retained in this office for the following:

The total amount due is \$1785.00.

There is a balance due of \$70.00.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

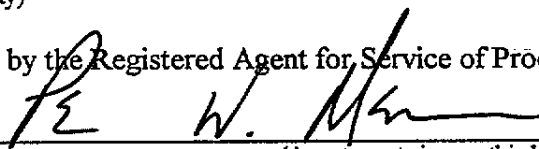
If you have any questions concerning the filing of your document, please call (850) 487-6967.

Kenny Manning
Corporate Specialist

Letter Number: 997A00052943

Florida Department of State, Sandra B. Mortham, Secretary of State

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

1. Winthrop Venture Fund, Ltd.
(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. State of Nevada 4. 6/16/97
(State of Formation) (Date of Formation)
5. Peter W. Mettler
(Name of Registered Agent for Service of Process)
6. 140 Royal Palm Way, Suite 202
(Street Address of Registered Office)
Palm Beach, Florida 33480
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.

(Agent must sign on this line)
8. 318 N. Carson Street, Suite 208, Carson City, NV 89701-4269
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
F97-5061
Winthrop Venture Management, Inc., 140 Royal Palm Way, Suite 202
Palm Beach, FL 33480
10. 7851 Orange Drive, Davie, FL 33328
(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.

CONTINUED

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12. 140 Royal Palm Way, Suite 202

Palm Beach, FL 33480

(Mailing Address of Limited Partnership)

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

This day of 27th, October, 19 97.


General Partner
Winthrop Venture Management, Inc., Earl T. Shannon,
as its President

STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 27th day of October, 19 97, EARL T. SHANNON

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____


(Notary Public Signature)

KATHLEEN TAMARA RABELLINO

(Notary's Printed Name)

Kathleen Tamara Rabellino
Notary Public, State of Florida
Commission No. CC 587191
My Commission Exp. 10/10/2000

Seal

My Commission Expires: _____



Bonded Through F.M. Notary Service & Bonding Co.


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

BEFORE ME the undersigned personally appeared Earl T. Shannon, President of Winthrop Venture Management, Inc.,
a general partner of Winthrop Venture Funda (an) _____ limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 752,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 332,500.

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

This 27th day of October, 19 97.



General Partner
Winthrop Venture Management, Inc.
Earl T. Shannon, as its President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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STATE OF FLORIDA

COUNTY OF PALM BEACH

On this 27th day of October, 19 97, EARL T. SHANNON

personally appeared before me, ☒ who is personally known to me
☐ whose identity I proved on the basis of _____

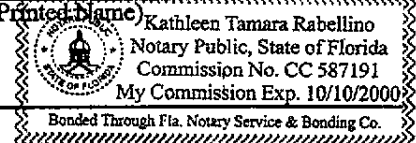


(Notary Public Signature)

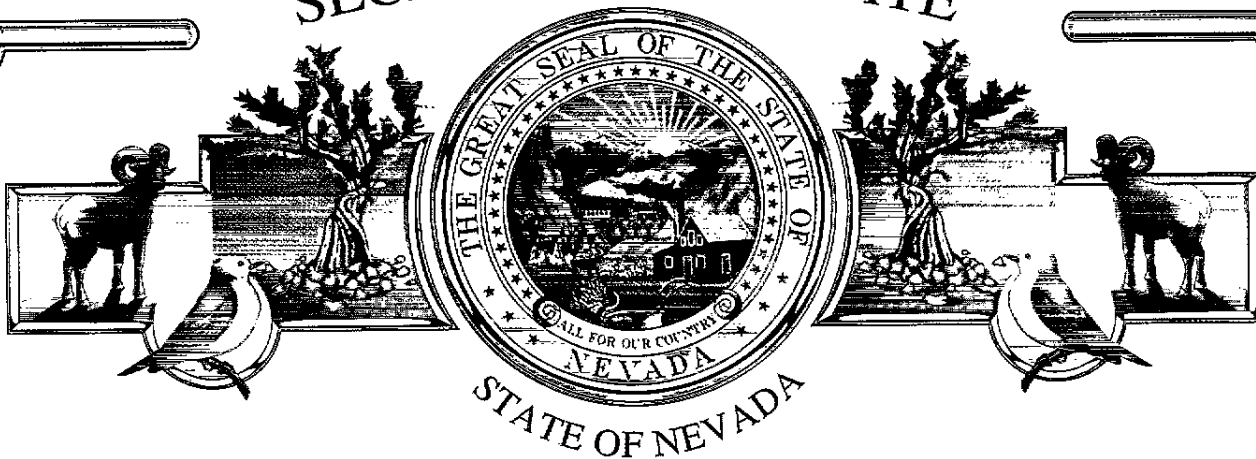
KATHLEEN TAMARA RABELLINO
(Notary's Printed Name)

Seal

My Commission Expires:



SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, limited-liability companies, limited partnerships, and limited-liability partnerships pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **WINTHROP VENTURE FUND, LTD., A LIMITED PARTNERSHIP**, as a limited partnership duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since June 16, 1997, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on October 10 1997.



Dean Heller
Secretary of State

By

[Signature]
Certification Clerk