

B99000000471

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12 MAY 30 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. LEWIS
MAY 31 2012
EXAMINER

The Laiderman Law Firm, P.C.

Steven M. Laiderman*
Donald A. Walters
Robynn D. Ragland
Joseph G. Ilges
*Also Licensed in Illinois and Florida

Suite 3, 1067 N. Mason Road
St. Louis, Missouri 63141-6341
Telephone: (314) 514-9100
Facsimile: (314) 514-9494

May 23, 2012

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Zelson Investments Limited Partnership
Document No. B99000000471
Our File No. 1754a

Dear Sir/Madam:

Enclosed please find Amendment to Certificate of Authority for Foreign Limited Partnership and Statement of Change of Registered Agent for Zelson Investments Limited Partnership. Also enclosed is a certified copy of the Amendment of Certificate of Limited Partnership filed in Missouri on May 17, 2012. Please file the Amendment and Statement of Change of Registered Agent, and return a file-stamped copy with the Certificate of Amendment, if any, as issued by the Department of State's Office to our office.

Also enclosed is our check for the \$87.50 for the filing fees.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

THE LAIDERMAN LAW FIRM, P.C.

By: 
Steven M. Laiderman

SML:RMS
Enclosure
Cc: Mrs. Gloria Zelson

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ZELSON INVESTMENTS LIMITED PARTNERSHIP
Name of Foreign Limited Partnership or Limited Liability Limited Partnership

The enclosed amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Rhonda Shedron
Contact Person

The Laiderman Law Firm, P.C.
Firm/Company

1067 N. Mason Rd., Suite 3
Address

St. Louis, MO 63141
City, State and Zip Code

Pensnadmin@aol.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Rhonda Shedron at (314) 514-9100
Name of Contact Person Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- \$52.50 Filing Fee
- \$61.25 Filing Fee and Certificate of Status
- \$105.00 Filing Fee and Certified Copy
- \$113.75 Filing Fee, Certified Copy, and Certificate of Status

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

AMENDMENT TO CERTIFICATE OF AUTHORITY
FOR
FOREIGN LIMITED PARTNERSHIP OR
LIMITED LIABILITY LIMITED PARTNERSHIP

FILED

12 MAY 30 PM 1:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
399000000471

1. The name of the limited partnership or limited liability limited partnership as it appears on the records of the Florida Department of State is:
ZELSON INVESTMENTS LIMITED PARTNERSHIP
2. The jurisdiction of its formation is: MISSOURI
3. The date the entity was authorized to transact business in Florida is: 12/29/1999
4. If the amendment changes the name of the limited partnership or limited liability limited partnership, enter the new name:

*Acceptable Limited Partnership suffixes: Limited Partnership, Limited, L.P., LP, or Ltd.
Acceptable Limited Liability Limited Partnership suffixes: Limited Liability Limited Partnership, L.L.L.P.
or LLLP.*

5. If the amendment changes the general partner(s), list the name and business address of each general partner:

<u>Name:</u>	<u>Business Address:</u>
<u>Gloria Zelson</u>	<u>5665 Octonia Place</u> <u>Sarasota, FL 34238</u>
<u>Joseph A. Zelson Family Trust by</u> <u>GLORIA ZELSON, Trustee</u>	<u>5665 Octonia Place</u> <u>Sarasota, FL 34238</u>
_____	_____
_____	_____
_____	_____
_____	_____

6. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: _____

7. If the amendment corrects any false statement listed in the application, indicate the statement being corrected and the correction:

8. If the amendment is to add or delete an election to be a limited liability limited partnership statement, check the appropriate box:

- The entity elects to be a limited liability limited partnership.
 The entity is no longer a limited liability limited partnership.

9. Attached is an original certificate, no more than 90 days olds, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

10. Effective date, if other than the date of filing: _____
(Effective date cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Signature of a general partner: JOSEPH A. ZELSON FAMILY TRUST, by

, Trustee

Typed or printed name:

Gloria Zelson, Trustee

Filing Fee: \$52.50
Certified Copy (optional): \$52.50
Certificate of Status (optional): \$8.75

FILED
12 MAY 30 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



LP0011090

CERTIFICATE OF CORPORATE RECORDS

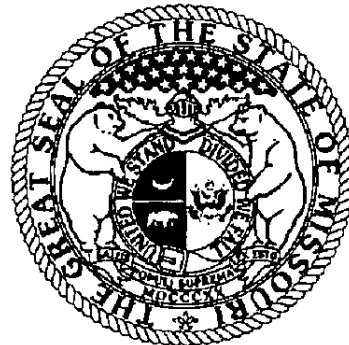
ZELSON INVESTMENTS LIMITED PARTNERSHIP

I, ROBIN CARNAHAN, Secretary of the State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of the original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 23rd day of May, 2012

Robin Carnahan

Secretary of State





State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:
LP0011090
Date Filed: 05/17/2012
Robin Carnahan
Secretary of State

Amendment of Certificate of Limited Partnership
(Submit with filing fee of \$25.00)

The undersigned for the purpose of amending a limited partnership under the Missouri Uniform Limited Partnership Law state the following:

- The name of the limited partnership is Zelson Investments Limited Partnership Charter #: LP0011090
- The date the limited partnership was filed in Missouri is December 9, 1999
- If applicable, the certificate of limited partnership is amended as follows:
The admission of a new general partner(s):
Joseph A. Zelson Family Trust, by Gloria Zelson, Trustee 5665 Octonia Place, Sarasota, FL 34238 4/5/12

<i>Name of General Partner</i>	<i>Mailing Address</i>	<i>Date of Admission</i>
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The withdrawal of a general partner(s):
Joseph A. Zelson, 44 Morwood Lane, St. Louis, MO 63141 4/5/12

<i>Name of General Partner</i>	<i>Mailing Address</i>	<i>Date of Withdrawal</i>
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The continuation of the business under Section 359.451 after an event of withdrawal of a general partner: (check if applicable)

- Any other amendments to the certificate are as follows: _____
- The effective date of this document is the date it is filed by the Secretary of State of Missouri unless a future date is otherwise indicated: _____
(Date may not be more than 90 days after the filing date in this office)
- The domestic limited liability limited partnership failed to timely file its renewal and is amending the partnership's designation as required by law.
- Any other matter: _____

NOTE: SIGNATURE REQUIRED ON PAGE 2

(Please see next page)

Name and address to return filed document:

Name: The Laiderman Law Firm, P.C.

Address: 1067 N. Mason Rd., Suite 3

City, State, and Zip Code: St. Louis, MO 63141

State of Missouri
Amend/Restate - Gen Bus 2 Page(s)



T1213901016

P-T1213101012

In Affirmation thereof, the facts stated above are true or correct:

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

General Partner (at least one existing general partner must sign)

Gloria Zelson GLORIA ZELSON 5/7/12
Signature Printed Name Date

and

All new general partners

JOSEPH A. ZELSON FAMILY TRUST, by Gloria Zelson Trustee Gloria Zelson, Trustee* 5/7/12
Signature Printed Name Date

Signature Printed Name Date

Signature Printed Name Date

*Trustee of the Joseph A. Zelson
Family Trust

State of Missouri



Robin Carnahan
Secretary of State

AMENDED CERTIFICATE
OF
LIMITED PARTNERSHIP

WHEREAS,

*ZELSON INVESTMENTS LIMITED PARTNERSHIP
LP0011090*

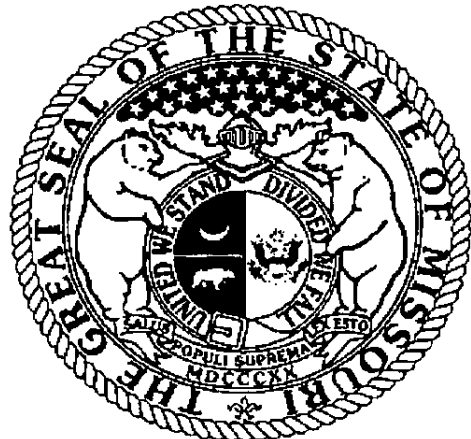
filed its Amended Certificate of Limited Partnership with this office and WHEREAS that filing was found to conform to the Missouri Uniform Limited Partnership Act;

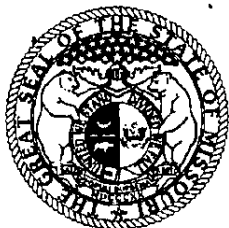
NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, by virtue of the authority vested in me by law do hereby certify and declare that the above entity's registration of limited partnership is amended.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
17th day of May, 2012.

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State





State of Missouri
Missouri Secretary of State's Office
Robin Carnahan
Secretary of State, Robin Carnahan

05/23/2012

Invoice Number: 8764532

Invoice Date: 05/23/2012 01:06 PM

User ID: 324

Billing Information

Shedron, Rhonda
 1067 N Mason Rd, Ste 3
 St Louis, MO 63141

Product Description	Certification Number	Order Date	Qty	Pages	Item Cost	Extended	Amount Due
JEFF-Corp Copies - Certified Copy - Amendment of Certificate of Limited Partnership Re: ZELSON INVESTMENTS LIMITED PARTNERSHIP - Limited Partnership Contact: Shedron, Rhonda Cust. Ref.#: 1754 Shipped Via: Online	14700109	05/23/2012	1	1	10.00	10.00	Paid

Account #: 68923	Credit Balance as of 05/23/2012 1:09 PM:	\$0.00					
					Invoice Total:		\$10.00
Payment Details:							
E-Payment, VISA Acct XXXXXXXXXXXXX0696, Auth: 03622B					Payment Total:		\$10.00
Contact(s): None specified					Amount Due:		\$0.00

Include invoice number on all correspondence and send to:

UCC Inquiries: Missouri Secretary of State's Office
 P.O. Box 1159
 Jefferson City, Missouri 65102

To discuss payment for UCC items call:
 (866) 223-6535 Toll Free

Corporation Inquiries: Missouri Secretary of State's Office
 P.O. Box 1366
 Jefferson City, Missouri 65102

To discuss payment for Corporation items call:
 (866) 223-6535 Toll Free

Commission Inquiries: Missouri Secretary of State's Office
 P.O. Box 784
 Jefferson City, Missouri 65102

To discuss payment for Commission items call:
 (866) 223-6535 Toll Free