

P95000035185

LAW OFFICES OF FRANK W. RICCI, P.A.

Immigration & Customs Attorney
4380 Northlake Blvd., Suite 205
PALM BEACH GARDENS, FL 33410
(407) 694-2400

400001470814
-05/02/95--01085--018
245.00 *122.50

OFFICE USE ONLY

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

1. Fifteen Thirteen Partners Limited, Inc.
(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

FILED
MAY -1 AM 8:57
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

MAY 4 1995 BSB

W95-8399

Examiner's Initials

Several Docs Sent By
(Requestor's Name)
Same Person
(Address)
(City, State, Zip) (Phone #)

OFFICE USE ONLY

Frank W. Ricci, P.A.
4360 Northlake Blvd. Suite 205
Palm Beach Gardens, FL 33410

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

1. Fifteen Thirteen Partners Limited
(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

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

303, 506, 549

APR 19 1995 BSB

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 19, 1995

FRANK W. RICCI, P.A.
4360 NORTHLAKE BLVD.
SUITE 205
PALM BEACH GARDENS, FL 33410

SUBJECT: FIFTEEN THIRTEEN PARTNERS LIMITED
Ref. Number: W95000008399

Your check is being returned as it is not payable to this office. Please make your check payable to the Secretary of State and return it in order to complete your filing.

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

Please return your check with a note stating what the money is intended for.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 695A00018375

FILED

95 MAY -1 AM 8:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FIFTEEN THIRTEEN PARTNERS LIMITED, INC.

I, the undersigned, hereby file these Articles of Incorporation for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit, and for that purpose I hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of this corporation shall be:

FIFTEEN THIRTEEN PARTNERS LIMITED, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature, object and purpose is to do and transact all lawful business.

ARTICLE III

CAPITAL STOCK

The capital stock of this Corporation shall be 1000 shares at \$1.00 par value, which shall be designated "Common Shares."

ARTICLE IV

VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares of stock.

ARTICLE V

CORPORATE EXISTENCE

This Corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be 10701 SE Le Parc, Tequesta, Florida 33469, County of Palm Beach, State of Florida, and its mailing address shall be:

10701 SE Le Parc
Tequesta, Florida 33469

with the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII

REGISTERED OFFICE AND REGISTERED AGENT

The name of the registered agent and the street address of the initial registered office of this Corporation is:

Martin E. Washofsky, E.A., P.A.
4360 Northlake Blvd., Suite 205
Palm Beach Gardens, Florida 33410

ARTICLE VIII

OFFICERS AND DIRECTORS

The names and post office address of the initial officers and directors who shall hold office for the first year of the corporation's existence or until their successors are elected are:

Mary Anne Grudzinski Ricci, President
William Flynn Wescott, Vice President
10701 SE Le Parc
Tequesta, Florida 33469

The corporation at all times shall have at least one director. No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in the corporation.

ARTICLE IX

INCORPORATORS

The name and address of the person signing these Articles is:

Martin E. Washofsky, E.A., P.A.
4360 Northlake Blvd.
Suite 205
Palm Beach Gardens, Florida 33410

ARTICLE X

BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and shareholders.

ARTICLE XI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE XII

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

Directors of this corporation shall have the power to make or amend the bylaws and to fix any amount to be reserved for working capital.

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have first lien on the shares of its members and upon the dividends due them for any indebtedness of such members to the corporation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the Articles of Incorporation herein, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the facts herein stated are true, this 25th day of April, 1995.

In the presence of:

Bettina Dietch

Rebecca C.

M E W
MARTIN EL. WASHOFSKY, E.A., P.A.
PRESIDENT

STATE OF FLORIDA
COUNTY OF PALM BEACH:

BEFORE ME, the undersigned Notary Public, duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared Martin E. Washofsky who is personally known by me and who in my presence executed the foregoing instrument and who under oath acknowledged to me and before me that she executed same.

WITNESS my hand and official seal in the County and State last aforesaid this 25th day of April, 1995.

Bettina Dietch
Notary Public

State of Florida at Large
My commission expires:



FILED

95 MAY -1 AM 8: 52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

Martin E. Washofsky, E.A., P.A.

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:


First, that FIFTEEN THIRTEEN PARTNERS LIMITED, INC., desiring to
organize under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation at 4360
Northlake Blvd. Suite 205, Palm Beach Gardens, Florida 33410,
County of Palm Beach, State of Florida, has named:

Martin E. Washofsky, E.A., P.A., President
4360 Northlake Blvd., Suite 205
Palm Beach Gardens, Florida 33410

as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby
accept to act in this capacity, and agree to comply with the
provision of said Act relative to keeping open said office.


MARTIN E. WASHOFSKY, E.A., P.A.
PRESIDENT

P95000035185

LAW OFFICES OF

STUART F. KARDEN, ESQ.

\$35.00

SUITE 1504 - ONE CLEARLAKE CENTRE

250 South Australian Avenue
West Palm Beach, FL 33401-5012

Telephone: (407) 820-2400

Fax: (407) 833-9404

September 12, 1995

Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

700001608607
-10/12/95--01095--007
****995.00 ****35.00

Dear Sirs:

Please find enclosed a check in the amount of \$995.00 (Nine Hundred and Ninty-Five Dollars) for the filing of resignations, amendments, and annual reports as follows:

Ms. Mary Anne Grudzinski Ricci would like to file for resignation as an officer of Oli Ice Cream Co., Inc., (President and Director), of Liberty Trading USA, Inc., (Secretary and Treasurer), of Sunny Vally, Inc. (President, Secretary, and Director), Mulberry Enterprises, Inc. (President, Secretary, and Director), and of S.O.N.E., Inc. (President, Secretary, and Director), all of which are Florida Corporations.

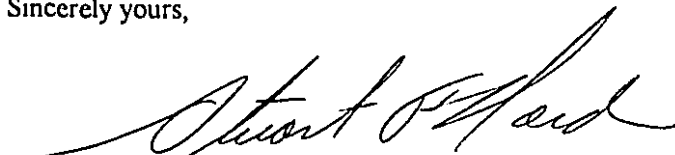
Ms. Grudzinski Ricci would also like to file amendments for Fifteen Thirteen Partners Limited, Inc. and Fifteen Thirteen La Florida Foundation, Inc., of which both are Florida Corporations.

Also included are the annual reports for Palm Beach International Enterprises, Inc. and Passport Photos, Inc., of which both are Florida Corporations.

If you should have any questions please do not hesitate to contact our office directly at (407) 820-2400 or my client, Ms. Mary Anne Grudzinski Ricci.

Thank you for your prompt and courteous attention to this matter.

Sincerely yours,



Stuart F. Karden, Esq.

SH OCT 12 1995

Amend.

SFK/jlm
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -3 AM 9:16

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Fifteen Thirteen Partners Limited, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

	FROM	TO
ARTICLE VI	10701 SE Le Parc Tequesta, FL 33469	4 Splitrail Circle Tequesta, FL 33469
ARTICLE VII	Martin E. Washofsky, E.A., P.A. 4360 Northlake Boulevard Suite 205 Palm Beach Gardens, FL 33410	Mary Anne Grudzinski Ricci 4 Splitrail Circle Tequesta, FL 33469

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -3 AM 9:16

ACCEPTANCE OF REGISTERED AGENT

for

Fifteen Thirteen Partners Limited, Inc.

I hereby accept the appointment as Registered Agent. I am familiar with and accept the obligations of §607.0505 of the Florida Statutes.

Mary Anne Grudzinski Ricci
Mary Anne Grudzinski Ricci

10/02/95
DATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 OCT -3 AM 9:16

THIRD: The date of each amendment's adoption: Aug 25, 1995.

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
 voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 25th of August, 19 95.

Signature Mary Ann Pulzinski
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholder)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

95 OCT -3 AM 9:16
STATE
OFFICE