

A0000001338

PIEHL & Utter, P.A.
(Registered)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

OFFICE USE ONLY

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

- 1. MERCEDES LANDSCAPE, L.P. (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 STATE DIVISION OF CORPORATIONS 00 AUG 29 PM 3:19

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 checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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*****87.50 *****87.50

hpc
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Examiner's Initials

RECEIVED 00 AUG 21 PM 2:10 DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 21, 2000

SPIEGEL & UTRERA, P.A.

TALLAHASSEE, FL

SUBJECT: MERCEDES LANDSCAPE, L.P.
Ref. Number: W00000020566

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DIVISION OF CORPORATIONS
00 AUG 29 PM 3:19

We have received your document for MERCEDES LANDSCAPE, L.P. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$87.50 payment.

Florida limited partnerships can't use the suffix "L.P."

Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 900A00044824

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
MERCEDES LANDSCAPE, LTD.,
a Florida limited partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1993), hereby states:

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DIVISION OF CORPORATIONS
00 AUG 28
PM 3:16

ARTICLE 1-NAME

The name of the Partnership is MERCEDES LANDSCAPE, LTD.

ARTICLE 2-OFFICE ADDRESS

The address of the office of the Partnership is 650 North 72nd Way, Hollywood, Florida 33024.

ARTICLE 3-MAILING ADDRESS

The mailing address of the Partnership is 650 North 72nd Way, Hollywood, Florida 33024.

ARTICLE 4-GENERAL PARTNER

The name and business address of the sole general partner is Anthony H. Gauch, 650 North 72nd Way, Hollywood, Florida 33024.

ARTICLE 5-REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Partnership is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Partnership is Spiegel & Utrera, P.A., located at 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 6-DISSOLUTION

The latest date upon which the Partnership shall dissolve is twenty years from the date of filing of this Certificate of Limited Partnership with the Florida Secretary of State.



SPIEGEL & UTRERA, P.A.

LAWYERS

www.amerilawyer.com

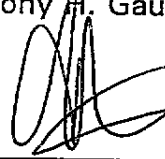
343 ALMERIA AVENUE CORAL GABLES, FL 33134 - (305) 445-2700 - (800) 603-3900 - FACSIMILE (305) 447-8900
MAILING ADDRESS - POST OFFICE BOX 144479, CORAL GABLES, FL 33114-4479

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of MERCEDES LANDSCAPE, LTD. this 23 August 2000.

GENERAL PARTNER:

Anthony H. Gauch



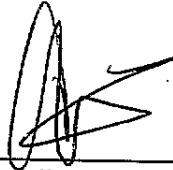
Natalia Utrera, Esquire
Authorized Agent and Attorney at Law

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SECRETARY OF CORPORATIONS
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for MERCEDES LANDSCAPE, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, We hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent. Spiegel & Utrera, P.A., having a business office identical with the registered office of the Partnership name above, and having been designated as the Registered Agent in the above and foregoing Certificate of Limited Partnership, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Spiegel & Utrera, P.A.



By: _____
Natalia Utrera, Vice President



SPIEGEL & UTRERA, P.A.

LAWYERS
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

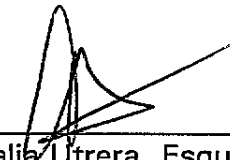
**STATE OF FLORIDA
COUNTY OF DADE**

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 AUG 29 PM 3:50

BEFORE ME, the undersigned authority, personally appeared Natalia Utrera, Authorized Agent and Attorney at Law of Anthony H. Gauch the general partner of MERCEDES LANDSCAPE, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, FIVE THOUSAND and No/100 (\$5,000.00) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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.



 Natalia Utrera, Esquire

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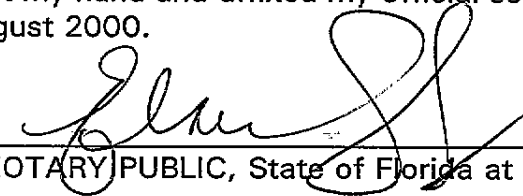
Dated this 23 August 2000

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 Natalia Utrera, known to me to be the person who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Affidavit as Authorized Agent and Attorney at Law of Anthony H. Gauch, sole General Partner of MERCEDES LANDSCAPE, LTD.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 23 August 2000.

 Elsie Sanchez
 Commission # CC 741325
 Expires June 21, 2002
 BONDED THRU
 ATLANTIC BONDING CO., INC.

(SEAL)



 NOTARY PUBLIC, State of Florida at Large

 **SPIEGEL & UTRERA, P.A.**
 LAWYERS
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