

THE MICHALS
DEVELOPMENT CO.

March 30, 2004

Jeff S. Jordan
Supervisory Attorney
Complaints Examination & Legal Administration
Federal Election Commission
999 E Street, NW
Washington, DC 20463

RECEIVED
FEDERAL ELECTION
COMMISSION
OFFICE OF GENERAL
COUNSEL

2004 APR - 5 P 1: 28

Re: MUR 5431

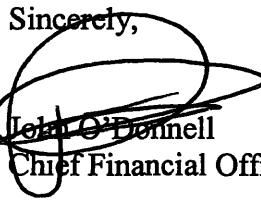
Dear Mr. Jordan:

We are in receipt of your letter dated March 24, 2004 regarding the formal complaint received by the Commission.

However, the check listed on Page 3 and erroneously labeled as "Illegal Contributions" was drawn from Michaels Development Company LP. This entity is a Limited Partnership and not a Corporation. Therefore, the Federal Election Campaign Act of 1971 was not violated.

Enclosed is the Limited Partnership Certificate filed with the State of New Jersey. Please confirm receipt of this letter and verify that no further action will be taken by the Commission on this matter as none is warranted.

Sincerely,


John O'Donnell
Chief Financial Officer

enclosures

cc: Paul Chan, Esq., Levine Staller, et. al.

Corporate Office

1 F Stow Road
PO Box 994
Marlton NJ
08053-0994
6-3008
fax (609) 988-5817
Hearing Impaired
TDD (800) 244-7907

STATEMENT OF DESIGNATION OF COUNSEL

Please use one form for each respondent.

MUR 5431

NAME OF COUNSEL: Paul Chan

FIRM: Levine, Staller, Sklar, Chan & Brodsky

ADDRESS: 3030 Atlantic Avenue

Atlantic City, New Jersey 08401

TELEPHONE: (609) 348-1300

FAX: (609) 345-2473

The above-named individual is hereby designated as my counsel and is authorized to receive any notifications and other communications from the Commission and to act on my behalf before the Commission.

John O'Donnell

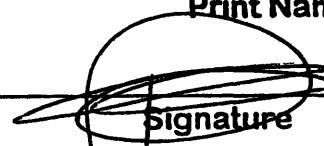
Print Name

3/30/04

Date

Chief Financial Officer

Title


Signature

RESPONDENT'S NAME: Michaels Development Company

ADDRESS: 1 East Stow Road

Marlton, NJ 08053

TELEPHONE: HOME()

BUSINESS(856) 596-3008

111
FILED

TITLE 42:2A-14 UNIFORM LIMITED PARTNERSHIP LAW

JUN 24 1994

Mail to:
Secretary of State
CN:JDN
Trenton, NJ 08625

LONNA R. HOOKS
Secretary of State

0934726

LIMITED PARTNERSHIP CERTIFICATE

(Must be filed in Duplicate)

Please Type

1. Name of the Partnership (Must Contain "Limited Partnership" or the abbreviation "L.P." in title)

The Michaels Development Company I, L.P.

2. Registered Agent:

Registered Office (Must be a Street Address)

Michael J. Levitt

City

State

Zip Code

1 Stow Road, Marlton, NJ 08053

3. The Address of the Principal Place of Business Is:

1 Stow Road, Marlton, NJ 08053

4. The Character of Its Business Is:

5. The Term for Which the Partnership is to Exist Is:

Real Estate

December 31, 2034

6. The Name and Place of Residence of Each General Partner is:

NAME

ADDRESS (INCLUDE STREET NUMBER)

Michael J. Levitt, 1004 Sunset Harbor, Calvert & Derby Aves., Ventnor, NJ

08406

7. Set Forth Aggregate Amount of Cash and a Description and Statement of the Agreed Value of Other Property or Services Contributed by all Partners; or Agreed to be Contributed in the Future:

\$100

8. Do the Limited Partner Have the Power to Grant the Right to Become a Limited Partner to an Assignee of Any Part of Their Partnership? Yes No. If Yes, List THE TERMS AND CONDITIONS OF THAT POWER.

9. If Agreed Upon, List When or What Must Occur to Enable a Partner to Terminate his Membership in the Partnership. (Include the Amount of, or the Way of Determining, the Distribution of Property to Terminate a Partner's Interest.)

N/A

10. Does the limited partner have the right to receive distributions from a partner which includes a return of all or any part of the partner's contributions? Yes No. If yes, set forth these terms.

0600014956

11. Does the General Partner have the Right to Make Distributions to a Partner Which Includes a Return of All or Any Part of the Partner's Contributions? yes no If Yes, Set Forth the terms.

At general partner's discretion

12. When or Upon What Events Occuring is This Limited Partnership to be Dissolved and its Affairs Wound Up?

Unanimous consent or end of term or death or withdrawal of general partner, unless continued by unanimous consent.

13. What Are the Rights of the Remaining General Partners to Continue the Business in the Event That a General Partner Withdraws?

None, without consent of all partners

14. List any Other Matters That the Partners Decide to Include:

Effective Date of Certificate, if Subsequent to Date of Filing _____
(May not be later than 30 days from file date).

IN TESTIMONY WHEREOF, the undersigned partners execute this certificate.


(SIGNATURE) (DATE)
Michael J. Levitt General Partner

(SIGNATURE) (DATE)

(SIGNATURE) (DATE)

(SIGNATURE) (DATE)

(SIGNATURE) (DATE)

If additional space is needed, attach a separate sheet(s).

The purpose of this form is to simplify the filing requirements of the Secretary of State and Does not replace the need for competent legal advice.



New Jersey Department of State
 Division of Commercial Recording
 Amended Limited Partnership Certificate

LP-102 NJSA 42:2A-16 (10/94)

AMC

FILED

1. Name of Limited Partnership: THE MICHAELS DEVELOPMENT COMPANY I, L.P.

APR 12 2000

2. Date of Filing of the Original Certificate: June 24, 19943. Article 6 of the Certificate of Limited Partnership is hereby amended to read as follows:

6. The Name and Place of Residence of each General Partner is:

^{DEVELOPMENT}
 THE MICHAELS/HOLDING COMPANY, L.L.C.; 1 East Stow Road, Marlton, NJ 08053

Michael J. Levitt has withdrawn as General Partner effective as of March 23, 2000.

4. Effective date of amendment if subsequent to date of filing: _____
 (Must be within 30 days following date of filing)

Signature of General Partner: _____



THE MICHAELS/HOLDING COMPANY, L.L.C.

Name and Title: By: Michael J. Levitt, Authorized PersonDate: March 23, 2000

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