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

Alan Sirkin Family Limited Partnership

FILED  
DIVISION OF CORPORATIONS  
JAN 21 PM 1:19

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Certificate of Status

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Certificate of Good Standing

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ALL CHARTER DOCUMENTS

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JAN 21 PM 12:24  
DIVISION OF CORPORATIONS  
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

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

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

BK  
1/21/00

Ordered By: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
ALAN SIRKIN FAMILY LIMITED PARTNERSHIP  
A FLORIDA LIMITED PARTNERSHIP**

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 27 PM 1:19

The undersigned Officer of the General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:


1. The name of the Partnership is the ALAN SIRKIN FAMILY LIMITED PARTNERSHIP.
2. The address of the office of the Partnership is: 3500 South Bayhomes Drive, Coconut Grove, Florida 33133.
3. The address of the agent for service of process of the Partnership is: 19495 Biscayne Boulevard, Suite 609, Aventura, Florida 33180 and the name of the initial registered agent is Barry A. Nelson Esq.
4. The name and business address of the General Partner is: ALAN SIRKIN FAMILY HOLDINGS, LLC, 3500 South Bayhomes Drive, Coconut Grove, Florida 33133. L94000008185
5. The mailing address of the Partnership is the ALAN SIRKIN FAMILY LIMITED PARTNERSHIP, 3500 South Bayhomes Drive, Coconut Grove, Florida 33133.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2049, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned Member of the 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 by ALAN SIRKIN a Member of ALAN SIRKIN FAMILY HOLDINGS, LLC the General Partner of ALAN SIRKIN FAMILY LIMITED PARTNERSHIP this 3 day of January, 2000.

ALAN SIRKIN FAMILY LIMITED  
PARTNERSHIP

By:   
Name: ALAN SIRKIN, as Managing Member  
ALAN SIRKIN FAMILY HOLDINGS LLC,  
General Partner

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN 21 PM 1:19

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA     )  
                                  )  
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned a Member of the general partner of the ALAN SIRKIN FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies as follows:

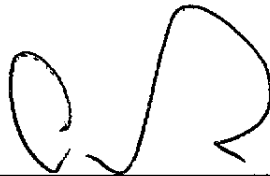
The amount contributed and anticipated to be contributed by the limited partners at this time totals One Million (\$1,000,000) Dollars.

This 3 day of January, 2000.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

ALAN SIRKIN FAMILY LIMITED  
PARTNERSHIP



By: \_\_\_\_\_  
Name: ALAN SIRKIN  
as Managing Member of  
ALAN SIRKIN FAMILY HOLDINGS, LLC  
General Partner

STATE OF FLORIDA )  
 )ss.:  
COUNTY OF MIAMI-DADE )


RECORDS MANAGEMENT DIVISION  
00 JAN 21 PM 1:19

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared ALAN SIRKIN, personally known to me or who has produced \_\_\_\_\_ (type of identification) and has acknowledged before me that said person executed the foregoing freely and voluntarily for the purpose therein expressed, who did take an oath.

WITNESS my hand and official seal at said County and State, this 3 day of January, 2000.

*Irwin L. Rosenberg*  
NOTARY PUBLIC, State of Florida

My Commission Expires: SEPT. 21, 2002  
STATE: FLORIDA  
COUNTY MIAMI-DADE

 Irwin L. Rosenberg  
My Commission CC760194  
Expires September 21, 2002

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for the ALAN SIRKIN FAMILY LIMITED PARTNERSHIP, a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.

By:   
BARRY A. NELSON ESQ.

FILED STATE  
SECRETARY OF CORPORATIONS  
00 JAN 21 PM 1:19