



FLORIDA DEPARTMENT OF STATE

Katherine Harris

Secretary of State

March 5, 2001

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: JSDFLP, LLLP

Ref. Number: W01000004975

We have received your document for JSDFLP, LLLP and check(s) totaling \$1837.50. However, your check(s) and document are being returned for the following:

Because you are qualifying for LLLP status, you must submit your LLLP qualification document along with your limited partnership documents. Please note that the fee required to file the LLLP qualification is \$25.00.

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: 901A00013414

SECRETARY OF STATE
TALLAHASSEE FLORIDA

01 MAR -7 PM 5:54

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*Certificate of Limited Partnership of
JSDFLP, LLLP
A Florida Limited Liability Limited
Partnership*

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**Certificate of Limited Partnership of
JSDFLP, LLLP
A Florida Limited Liability Limited Partnership**

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 JSDFLP, LLLP.
2. The address of the office of the Partnership is: 3301 NE 58th Street, Ft. Lauderdale, Florida 33308.
3. The address of the agent for service of process of the Partnership is: c/o Nelson & Levine, P.A., One Turnberry Place, 19495 Biscayne Boulevard, Suite 609, Aventura, Florida, 33180-2320 and the name of the initial registered agent is BARRY A. NELSON, ESQ.
4. The name and business address of the General Partner is: JSD Family Holding, Inc., 3301 NE 58th Street, Ft. Lauderdale, Florida 33308
801 000020466
5. The mailing address of the Partnership is the JSDFLP, LLLP, 3301 NE 58th Street, Ft. Lauderdale, Florida 33308.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2051, unless the Partners agree to extend the term.

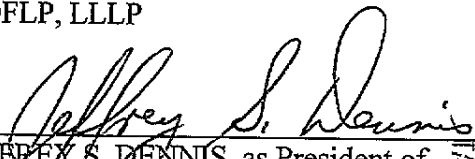
This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned Officer 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 JEFFREY S. DENNIS, an Officer of JSD FAMILY HOLDINGS, INC. the General Partner of JSDFLP, LLLP this 28 day of FEBRUARY, 2001.

JSDFLP, LLLP

By:



JEFFREY S. DENNIS, as President of
JSD FAMILY HOLDINGS, INC., General Partner

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned an Officer of the general partner of the JSDFLP, LLLP, a Florida Limited Liability Limited Partnership, certifies as follows:

The amount contributed and anticipated to be contributed by the limited partners at this time totals Four Million Dollars.

This 28th day of February, 2001.

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.

JSDFLP, LLLP

By:

Jeffrey S. Dennis
JEFFREY S. DENNIS, as President of
JSD FAMILY HOLDINGS, INC., General Partner

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

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared JEFFREY S. DENNIS, 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 28th day of February, 2001.



Barry A. Nelson
NOTARY PUBLIC, State of Florida

My Commission Expires:

FILED
01 MAR - 2001
5:51
TALLAHASSEE
SECRETARY OF STATE
FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the JSDFLP, LLLP, a Florida limited liability 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.

JFH 2-1-01

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