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To:  
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Fax Number : (850)205-0383

From:  
Account Name : KRAMER, GREEN, ZUCKERMAN & KAHN, P.A.  
Account Number : 073707002173  
Phone : (954)966-2112  
Fax Number : (954)981-1605

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**FLORIDA LIMITED PARTNERSHIP**

**CARR REAL ESTATE VENTURES, LTD.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$157.50

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP**

Pursuant to Section 620.108 of the Florida Statutes, the following statement is made:

- 1. The general partnership, JAMIE & RANDY CARR PARTNERSHIP, is hereby being converted to a limited partnership, consistent with the provisions contained in Section 620.8902 of the Florida Statutes, effective on the date of the filing of this Certificate of Limited Partnership.
- 2. The name of the General Partnership is JAMIE & RANDY CARR PARTNERSHIP.
- 3. The name of the Limited Partnership shall be CARR REAL ESTATE VENTURES, LTD.
- 4. The address of the office and the name and address of the agent for service of process required to be maintained by Section 620.105 of the Florida Statutes is:

Mitchell F. Green  
 KRAMER, GREEN, ZUCKERMAN & GREENE, P.A.  
 4000 Hollywood Blvd., Suite 485 So.  
 Hollywood, Florida 33021

- 5. The name and business address of the General Partner is:

Carr Real Estate, Inc. *PO 1-71875*  
 1500 NE 131st Street  
 North Miami, Florida 33161

- 6. The mailing address for the Limited Partnership is :

c/o KRAMER, GREEN, ZUCKERMAN & GREENE, P.A.  
 4000 Hollywood Blvd., Suite 485 So.  
 Hollywood, Florida 33021

- 7. The latest date upon which the Limited Partnership is to dissolve is December 31, 2038.

Prepared by: Mitchell F. Green, Bar No. 358789, 4000 Hollywood Blvd., # 485 So. Hollywood, FL 33021, phone: (954)966-2112

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- 8. The action by JAMIE & RANDY CARR PARTNERSHIP, a Florida general partnership, to convert to CARR REAL ESTATE VENTURES, LTD., a Florida limited partnership, was unanimously approved by all of the partners of the Partnership on ~~June~~ July 25, 2001.

CARR REAL ESTATE VENTURES, LTD.

CARR REAL ESTATE, INC., General Partner

BY:

  
RANDY CARR, President

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**LIMITED PARTNERSHIP AFFIDAVIT**

Pursuant to Section 620.108 of the Florida Statutes, the following statement is made:

1. The undersigned is the General Partner of CARR REAL ESTATE VENTURES, LTD.
2. The amount of the original capital contributions of the Limited Partners is \$10,000. The additional amount anticipated to be contributed by the Limited Partners is \$0.

FURTHER AFFIANTS SAYETH NAUGHT.

CARR REAL ESTATE VENTURES, LTD.

CARR REAL ESTATE, INC., General Partner

BY: [Signature]  
RANDY CARR, President

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA }  
COUNTY OF MIAMI-DADE }

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared RANDY CARR, President of CARR REAL ESTATE, INC., General Partner, of CARR REAL ESTATE VENTURES, LTD., to me known to be the person described in and who executed the foregoing Limited Partnership Affidavit and he acknowledged before me that he executed the same. He is personally known to me and he took an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 25<sup>th</sup> day of July, 2001.



[Signature]  
NOTARY PUBLIC  
Mitchell F. Green  
Typewritten Name of Notary

My Commission Expires:

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**ACKNOWLEDGMENT OF APPOINTMENT OF REGISTERED AGENT**

**CARR REAL ESTATE VENTURES, LTD.**

The undersigned, having been named the Registered Agent for the above Limited Partnership at 4000 Hollywood Boulevard, Suite 485 South, Hollywood, Florida 33021, the undersigned hereby accepts the same and agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the registered office open.

Dated: July 25, 2001.

REGISTERED AGENT:

  
MITCHELL F. GREEN

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