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REPLY TO: HOLLYWOOD

FILE NO.: BIALA-0016

★ Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
◊ Board Certified Real Estate Lawyer

‡ Member of D.C. Bar
§ Member of N.Y. Bar
¶ Member of Ohio Bar

A02000000156

VIA CERTIFIED MAIL
Register / Receipt / Request # 7000-1530-0000-6717-5637

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

300004831909--0
-01/28/02--01098--001
***1785.00 ***1785.00

Re: **Bianco Enterprises, Ltd.**

Dear Sir/Madam:

Enclosed is our Firm's check in the amount of \$1785.00 representing the filing fees and our request for a certified copy of the Certificate of Limited Partnership of Bianco Enterprises, Ltd.

Please file the enclosed document and acknowledge receipt of the above by signing the enclosed copy of this letter to our office in the envelope provided.

Thank you.

Very truly yours,

[Handwritten signature of David Weisman]

DAVID WEISMAN
DW/adc

Enclosure(s)

cc: **Bianco Enterprises, Ltd.**
Mr. Gene K. Glasser

FILED
2002 JAN 28 PM 4:24
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

[Handwritten initials]

W:\biala\0016 - CORPORATE\Corr\LT to Sec of State enc Ck & Certi for filing (1-23-02).wpd

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BIANCO ENTERPRISES LTD.,

a Florida Limited Partnership

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

1. The name of the partnership is BIANCO ENTERPRISES LTD.

2. The principal address and the mailing address of the office of the partnership is 936 Intracoastal Drive, #11-C, Fort Lauderdale, Florida 33304.

3. The name and address of the agent for service of process on the partnership is GENE K. GLASSER, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, Florida 33020.

4. The name and business address of the General Partner(s) and the mailing address of the partnership are Bianco Family of South Florida, Inc., 936 Intracoastal Drive, #11-C, Fort Lauderdale, Florida 33304. *Po2-6843*

5. The latest date upon which the partnership shall dissolve is December 31, 2051.

6. No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.

FILED
2008 JAN 30 PM 4:23
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2021 TYLER STREET
HOLLYWOOD, FLORIDA 33020

7. All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.

8. There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.

9. A Limited Partner may not demand property other than cash in return for its contributions.

The execution of this Certificate by the undersigned General Partner(s) 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 the General Partner(s) of Bianco Enterprises Ltd. this 9 day of Jan, 2002.

Witnesses:

GENERAL PARTNER(S):

BIANCO FAMILY OF SOUTH FLORIDA, INC.

[Handwritten Signature]
[Handwritten Signature]

[Handwritten Signature]
LOUIS A. BIANCO, President

FILED
2002 JAN 09 PM 4:47
ALLAHABAD, FLORIDA

Having been named as registered agent for Bianco Enterprises Ltd., 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

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned, personally appeared LOUIS A. BIANCO, President of BIANCO FAMILY OF SOUTH FLORIDA, INC., the General Partner(s) of BIANCO ENTERPRISES LTD., a Florida limited partnership, who, upon being duly sworn, certifies as follows:

The amount of capital contributions to the partnership made by all of the Limited Partners is as follows:

Three Million (\$3,000,000.00) Dollars

The amount of additional capital contribution anticipated to be contributed by each Limited Partner is as follows:

-0-

FURTHER, AFFIANT SAYETH NAUGHT.

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.

GENERAL PARTNER(s):

BIANCO ENTERPRISES LTD.

Louis A. Bianco

LOUIS A. BIANCO, President

FILED
JAN 28 PM 4:26
TALLAHASSEE, FLORIDA

The foregoing Affidavit was subscribed and acknowledged before me by LOUIS A. BIANCO, President of BIANCO FAMILY OF SOUTH FLORIDA, INC., who is personally known to me or who has produced _____ as identification, on this 9 day of January, 2002.

Catherine Wormsbacher
Notary Public, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
CATHERINE WORMSBACHER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DD032521
MY COMMISSION EXP. JULY 2, 2005

FILED
2002 JAN 28 PM 4:25
ALLAIN SSEE, FLORIDA