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LAW OFFICES

Michael J. Freeman, P. A.

153 Sevilla Avenue

Coral Gables, Florida 33134

Reply to: P.O. Box 140668
Coral Gables, FL 33114-0668

Tel: 305-442-1567
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March 13, 2002

EXPRESS MAIL: EL 919812717 US

Florida Department of State
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

2/18 FL UP

MJH

CC + CUS

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-03/18/02--01073--002
****166.25 ****166.25

RE: Ocean Travel Worldwide Limited
Florida Limited Partnership

Gentlemen:

Enclosed please find the following documents for the above-referenced Florida Limited Partnership.

1. Certificate of Limited Partnership (original and copy);
2. Affidavit of Capital Contribution;
3. Acknowledgment of Registered Agent; (original and copy)
4. My office check #13023 in the amount of \$166.25 representing the following fees:

Filing Fee	\$70.00
Registered Agent Fee	35.00
Certified Copy	52.50
Certificate of Status	8.75
Total:	<u>\$166.25</u>

Please send me the copy of the documents stamped "filed", a certified copy and Certificate of Status in the enclosed prepaid Express Mail envelope.

If you have any questions, please do not hesitate to contact me.

Thank you in advance for your attention to this matter.

Very truly yours,



MICHAEL J. FREEMAN

MJF:lc

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02 MAR 18 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF
OCEAN TRAVEL WORLDWIDE LIMITED
a Florida limited partnership

1. The name of this limited partnership is OCEAN TRAVEL WORLDWIDE LIMITED (the "Partnership").
2. The principal place of business and the mailing address of the Partnership is:

151 Sevilla Avenue, Suite 100
Coral Gables, Florida 33134
3. The name and address of the registered agent of the Partnership is:

M.J.F. Registered Agent Corp.
153 Sevilla Avenue
Coral Gables, Florida 33134
4. The names and address of the General Partner of the Partnership is:

P02000026700
OCEAN TRAVEL WORLDWIDE, INC.
(a Florida corporation)
151 Sevilla Avenue, Suite 100
Coral Gables, Florida 33134
5. The latest date upon which the Partnership is to dissolve is December 31, 2030.

IN WITNESS WHEREOF, Michael J. Freeman, Director of OCEAN TRAVEL WORLDWIDE, INC., the general partner of OCEAN TRAVEL WORLDWIDE LIMITED has executed this Certificate of Limited Partnership this 13th day of March 2002.

GENERAL PARTNER:

Ocean Travel Worldwide, Inc.
a Florida corporation


By: Michael J. Freeman
Michael J. Freeman, Director

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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for OCEAN TRAVEL WORLDWIDE, LTD., at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

M.J.F. REGISTERED AGENT CORP.
a Florida corporation


By: Michael J. Freeman, President

AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
OCEAN TRAVEL WORLDWIDE LIMITED
a Florida limited partnership

1. The name of this limited partnership is OCEAN TRAVEL WORLDWIDE LIMITED (the "Partnership").
2. The amount of capital contributions of the Limited partners and the amount anticipated to be contributed by the Limited Partners of the Partnership is \$10,000.00.

GENERAL PARTNER:

Ocean Travel Worldwide, Inc.
a Florida corporation

By: Michael J. Freeman
Michael J. Freeman, Director

Date: March 13, 2002

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME personally appeared Michael J. Freeman, Director, of OCEAN TRAVEL WORLDWIDE, INC., that he is the person who executed the foregoing Affidavit of Capital Contribution and that he acknowledged before me that he executed the Affidavit as an officer of the general partner of the Partnership.

SWORN TO AND SUBSCRIBED before me this 13th day of March 2002.

Elizabeth W. Curry
Notary Public, State of Florida

Print Name: _____

My Commission Expires: _____



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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