

A02000000738

Division of Corporations

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000142846 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)
Account Number : 076077002561
Phone : (305) 376-6023
Fax Number : (305) 376-6010

FILED
02 MAY 23 PM 12: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 MAY 23 PM 12: 14
DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

KEPACA LTD.

| | |
|-----------------------|------------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 04 |
| Estimated Charge | \$1,487.50 |

A02-738
QR

FAX AUDIT NO.: H02000142846

CERTIFICATE OF LIMITED PARTNERSHIP

OF

KEPACA LTD.

The undersigned, acting as organizer of a Limited Partnership pursuant to provisions of the Florida Revised Uniform Limited Partnership Act hereby adopts the following certificate for such Limited Partnership:

1. The name of the Limited Partnership is **KEPACA LTD.**

2. (a) The address of the office of the Partnership at which place the records shall be maintained is:

2 South Biscayne Boulevard
Miami, Florida 33131

(b) The name and address of the Partnership's agent for service of process is:

Valdes-Fauli Corporate Services, Inc.
2 South Biscayne Boulevard
Suite 3400
Miami, Florida 33131

THIS DOCUMENT PREPARED BY:

Mark J. Scheer, Esq.
Gunster, Yoakley & Stewart, P.A.
Suite 3400
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6040

Florida Bar No.: 0710430

FAX AUDIT NO.: H02000142846

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 23 PM 12:54

FILED

FAX AUDIT NO.: H02000142846

3. The name and address of the General Partner is:

KEPACA LC
2 South Biscayne Boulevard
Suite 3400
Miami, Florida 33131

102-12114

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 23 PM 12:54

FILED

4. The mailing address for the Limited Partnership is:

2 South Biscayne Boulevard
Suite 3400
Miami, Florida 33131

5. The term of the Partnership shall commence on the date of filing of this Certificate with the Secretary of State of Florida and shall continue until December 31, 2050, unless sooner terminated as provided in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned General Partner has hereto executed this Certificate the 23rd day of May, 2002.

GENERAL PARTNER:
KEPACA LC
a Florida Limited Liability Company

By: 
Mark J. Scheer, Authorized Representative

FAX AUDIT NO.: H02000142846

STATE OF FLORIDA)
) : SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 23rd day of May, 2002
by Mark J. Scheer, as an authorized representative of the Managing Member of KEPA
LC, a Florida Limited Liability Company, who is personally known to me.

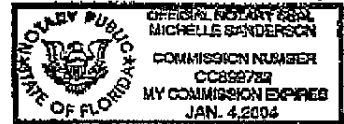
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 23 PM 12:54

FILED

Michelle Sanderson

Print Name: MICHELLE SANDERSON
NOTARY PUBLIC
My Commission Expires:



Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Valdes-Fauli Corporate Services, Inc.

By: *Mark J. Scheer*
Mark J. Scheer, President

Dated: May 23, 2002

FAX AUDIT NO.: H02000142846

AFFIDAVIT

STATE OF FLORIDA)
) : SS
COUNTY OF MIAMI-DADE)

BEFORE ME, a Notary Public, personally appeared Mark J. Scheer, as an authorized representative of the Managing Member of KEPACA LC, a Florida Limited Liability Company, General Partner of **KEPACA LTD.** ("Affiant"), who, after first being duly sworn, under oath, deposes and states that:

1. Affiant is an authorized representative of the Managing Member of KEPACA LC, a Florida Limited Liability Company (the "Company"), and is authorized to give this Affidavit.
2. The Company is the General Partner of a Limited Partnership to be formed under the Florida Revised Uniform Limited Partnership Act under the name **KEPACA LTD.**
3. The capital contribution and anticipated capital of the initial limited partnership is \$200,000.
4. The Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read the full facts of this affidavit and understands its contents.

FURTHER AFFIANT SAYETH NAUGHT.

[Signature]

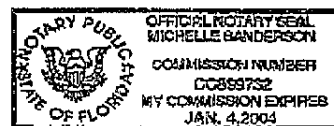
 Mark J. Scheer, Authorized Representative of
 the Managing Member of KEPACA LC

The foregoing instrument was acknowledged before me this 23rd day of May, 2002 by Mark J. Scheer, who is personally known to me.

[Signature]

 Print Name: MICHELLE SANDERSON
 NOTARY PUBLIC
 State of Florida
 My Commission Expires:

334716.1



FILED
 02 MAY 23 PM 12:54
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA