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(Requestor's Name)

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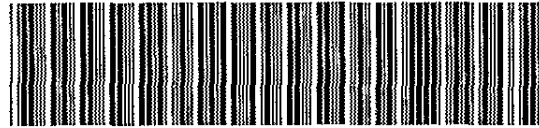
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KATZ, BARRON, SQUITERO, FAUST & BOYD, P.A.

ATTORNEYS AT LAW

FIRST FT. LAUDERDALE PLACE
100 N.E. THIRD AVENUE, SUITE 280
FT. LAUDERDALE, FLORIDA 33301

BROWARD: (954) 522-3636 • (954) 781-4720
MIAMI-DADE (305) 856-2444
TELECOPIER: (954) 522-5119
www.katzbarron.com

RONALD M. BARRON
(1945 - 1994)

OF COUNSEL
ROXANNE K. BEILLY
ROGER S. GOLDMAN
RICHARD MORTON
LAWRENCE N. ROSEN, P.A.
WILLIAM A. ZEIHNER, P.A.

MIAMI OFFICE:
2699 SOUTH BAYSHORE DRIVE
SEVENTH FLOOR
MIAMI, FLORIDA 33133-5408
TELEPHONE: (305) 856-2444
TELECOPIER: (305) 285-9227

FRANK T. ADAMS
BERNARD ALLEN
MARK S. AUERBACHER
ROBERT H. BLANK
W. TODD BOYD
CHARLES D. BRECKER
MELISSA S. CHANNING
JORGE I.G. DEL VALLE
DAVID S. DROBNER
ERICA L. ENGLISH
MARC L. FAUST
HOWARD L. FRIEDBERG
ALAN L. GABRIEL
ROBERT C. GRADY
ANA C. HARRIS
ELIZABETH A. HEISE
MATHAI JACOB
MICHAEL D. KATZ
NICOLE T. KOPELOWITZ
ANNA A. KRIMSHTEIN
ROBERT B. McCAUSLAND
MARIA C. MONTENEGRO
ALICIA MORALES-FERNANDEZ
RICHARD A. MORGAN
CARLOS E. MUSTELIER JR.
JOSE R. RIGUERA
WILLIAM D. ROHRER
JONATHAN C. SHAMRES
STEPHEN A. SMITH
JOHN R. SQUITERO
MICHELE L. STOCKER
DENNIS M. STOTTS

April 8, 2003

Via: Federal Express

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Silver Enterprises Ltd.
Ref. Number: W03000008868

Dear Sir/Madam:

Per your enclosed correspondence of March 28, 2003, we are resubmitting the Certificate of Limited Partnership on the above referenced matter with a different name.

As you have retained our check in the amount of \$1,83750, please file the enclosed document as soon as possible.

Should you have any questions, please call me.

Very truly yours,

KATZ, BARRON, SQUITERO, FAUST &
BOYD, P.A.



Frank T. Adams, For the Firm

FTA/ms
Enclosure

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03 APR 10 PM 3:11
TALLAHASSEE, FLORIDA

KATZ, BARRON, SQUITERO & FAUST, P.A.

ATTORNEYS AT LAW

FIRST FT. LAUDERDALE PLACE
100 N.E. THIRD AVENUE, SUITE 280
FT. LAUDERDALE, FLORIDA 33301

BROWARD: (954) 522-3638 • (954) 781-4720
MIAMI-DADE (305) 856-2444
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MICHELE L. STOCKER
DENNIS M. STOTTS

March 26, 2003

VIA: FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Silver Enterprises, LTD., a Florida Limited Partnership

Dear Sir/Madam:

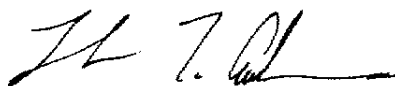
Enclosed please find the following for filing:

1. Certificate of Limited Partnership of Silver Enterprises, Ltd., a Florida Limited Partnership.
2. Check in the amount of \$1,837.50 in payment of the following:
 - a. \$1,750.00 - Filing Fee
 - b. \$35.00 - Designation of Registered Agent
 - c. \$52.50 - Certified Copy

After the certificate has been recorded, please forward the certified copy to the undersigned.

Very truly yours,

KATZ, BARRON, SQUITERO & FAUST, P.A.



Frank T. Adams, For the Firm

FTA/ms
Enclosures

TALLAHASSEE, FLORIDA
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 28, 2003

KATZ, BARRON, SQUITERO & FAUST, P.A.
FIRST FT. LAUDERDALE PLACE
100 N.E. THIRD AVENUE STE. 280.
FT. LAUDERDALE, FL 33301

SUBJECT: SILVER ENTERPRISES LTD.
Ref. Number: W03000008868

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03 APR 10 PM 3:11
TALLAHASSEE, FLORIDA

We have received your document for SILVER ENTERPRISES LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 603A00018841

Marsha

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
NEIL SILVER ENTERPRISES LTD.,
a Florida Limited Partnership**

N SILVER ENTERPRISES, LLC. , a Florida limited liability corporation (the "General Partner") hereby makes, acknowledges, and files this Certificate of Limited Partnership (the "Certificate") for Neal Silver Enterprises Ltd., hereinafter referred to as the "Partnership."

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TALLAHASSEE, FLORIDA

1. **Name of Partnership.** The name of the Partnership is:

NEAL SILVER ENTERPRISES LTD.

2. **Mailing Address and Principal Place of Business of the Limited Partnership.**

The mailing address of the Limited Partnership is: 3752 Northeast 199 St., Aventura, Florida. 33180 and the principal place of business of the Limited Partnership is 3752 Northeast 199 St., Aventura, Florida. 33180.

3. **Name and Business Address of General Partner.** The name and business address of the General Partners in the Partnership is as follows:

**N SILVER ENTERPRISES, LLC
3752 Northeast 199 St.
Aventura, Florida. 33180**

L03-9944

This instrument prepared by:
Frank T. Adams, Esq.
Florida Bar No: 0279218
Katz, Barron, Squitiero & Faust, P.A.
2699 S. Bayshore Drive
7th Floor
Miami, FL 33133
305-856-2444

4. **Effective Date.** The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than December 31, 2053.

5. **Agent and Address for Service of Process.** The Agent for service of process on the Partnership is Corpco, Inc., and the address of the Agent shall be:

Corpco, Inc
2699 S. Bayshore Drive
7th Floor
Miami, FL 33133

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned have hereunto affixed their signatures and swear to the foregoing as of the 4th day of April, 2003, in accordance with Florida Statutes, Section 620.108.

GENERAL PARTNER:

NEIL SILVER ENTERPRISES, LLC.

By: 

NEIL SILVER, Manager

AFFIDAVIT OF CAPITAL CONTRIBUTION

1. The name of the partnership is Neil Silver Enterprises, Ltd., a Florida limited partnership (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 totals \$500,000.

FURTHER AFFIANT SAYETH NAUGHT.

GENERAL PARTNER:
NEIL SILVER ENTERPRISES, LLC.

By: 
NEIL SILVER, Manager

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TALLAHASSEE, FLORIDA

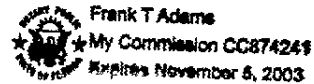
STATE OF FLORIDA)
 : .ss
COUNTY OF BROWARD)

The foregoing instrument was executed in my presence by NEIL SILVER who is personally known to me or who produced a _____ as identification, this 4th day of April, 2003.


Notary Public, State of Florida at Large

[Print Name]

My Commission Expires:



ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of, and designation as, Registered Agent for service of process within the State of Florida of the proposed limited partnership named in the Certificate and Affidavit of Limited Partnership hereinabove set forth and do hereby further state that I may be found as Registered Agent for service of process upon said proposed corporation at the address set forth in Paragraph 5 of this Certificate.

DATED this 4 day of April, 2003.

**REGISTERED AGENT
CORPCO, INC.**

By: 
Ana C. Harris, Vice President

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03 APR 10 PM 3:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA