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Florida Department of State
Division of Corporations
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RECEIVED
03 DEC -2 AM 7:49
DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

agold investments, ltd.

APPROVED
AND
FILED
03 DEC -1 AM 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$1,837.50

[Handwritten signature]

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

AGOLD INVESTMENTS, LTD.

Pursuant to Florida Statutes Section 620.108, the described limited partnership presents this Certificate for filing with the Florida Department of State.

**SECTION 1
NAME**

The name of the limited partnership is AGOLD INVESTMENTS, LTD.

**SECTION 2
EXISTENCE**

The existence of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State.

**SECTION 3
OFFICE ADDRESS**

The address of the office of the limited partnership is 421 East Central Boulevard, #1404, Orlando, Florida 32801.

**SECTION 4
AGENT FOR SERVICE OF PROCESS**

The agent for service of process for the limited partnership is M & W AGENTS, INC. at 2101 Corporate Blvd., Suite 107, Boca Raton, Florida 33431.

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TALLAHASSEE, FLORIDA

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**SECTION 5
GENERAL PARTNER**

The name and business address of the sole general partner of the limited partnership is:

AGOLD HOLDINGS, L.L.C. *LO3000041816*
421 East Central Boulevard
#1404
Orlando, Florida 32801

**SECTION 6
MAILING ADDRESS**

The mailing address for the limited partnership is 421 East Central Boulevard, #1404, Orlando, Florida 32801.

**SECTION 7
DATE OF DISSOLUTION**

The latest date upon which the limited partnership is to dissolve is December 31, 2053.

Executed this 19 day of November, 2003.

AGOLD HOLDINGS, L.L.C.
a Florida limited liability company
the General Partner

By: *Adam Golden*
Adam Golden, Manager


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for AGOLD INVESTMENTS, LTD., at the place designated in the Certificate of Limited Partnership, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and the undersigned accepts the duties and obligations of Section 620.105 of the Florida Statutes.

Dated: November 29, 2003

M & W AGENTS, INC., a Florida corporation

By: 
DONALD R. TESCHER, President

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TALLAHASSEE, FLORIDA

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF Orange

Before me, a notary public for the above-described state, came ADAM GOLDEN as Manager of AGOLD HOLDINGS, L.L.C., a Florida limited liability company and general partner of AGOLD INVESTMENTS, LTD., and on behalf of AGOLD HOLDINGS, INC, and being duly sworn, states that:

1. As of the date hereof, the contributions of limited partners of AGOLD INVESTMENTS, LTD. to the capital of that limited partnership are \$ 0.

2. The anticipated contributions of limited partners of AGOLD INVESTMENTS, LTD., to the capital of that limited partnership are \$ 20,000,000.

AGOLD HOLDINGS, L.L.C.
a Florida limited liability company
the General Partner

By: Adam Golden
Adam Golden, Manager

Sworn to and subscribed before me, this 19th day of November, 2003, by ADAM GOLDEN who is personally known to me or produced DRIVER LICENSE as identification.

Ramon Jimenez
Notary Public
State of Florida at large

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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My commission expires: Sep 12, 2006



Ramon Amo Jimenez
Commission #DD149548
Expires: Sep 12, 2006
Bonded Through
Atlantic Bonding Co., Inc.

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