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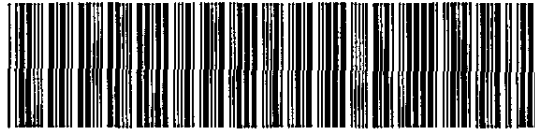
(Business Entity Name)

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

04 JUL -8 PM 12:58

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

03 JUL -8 AM 10:20

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July 8, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Bristol NMB Partners Limited Partnership

FILED
 JUL - 8 - 2004
 TALLAHASSEE, FLORIDA
 PH 12:58

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X LP

**CERTIFICATE OF LIMITED PARTNERSHIP OF THE
BRISTOL NMB PARTNERS LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

FILED
04 JUL -8 PM 12:58
SEVENTH JUDICIAL CIRCUIT
TALLAHASSEE, FLORIDA

The undersigned Officer of the General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is BRISTOL NMB PARTNERS LIMITED PARTNERSHIP.

2. The address of the office of the Partnership is 12995 N.W. 2nd Street, Miami, Florida 33182.

3. The address of the agent for service of process of the Partnership is: Rozenywaig & Ferrero-Carr, 301 West Hallandale Beach Boulevard, Hallandale Beach, Florida 33009 and the name of the initial registered agent is Leslie Alan Rozenywaig, Esq.

4. The name and business address of the General Partner are Bristol NMB, LLC, 12995 N.W. 2nd Street, Miami, Florida 33182.

5. The mailing address of the Partnership is: 12995 N.W. 2nd Street, Miami, Florida 33182.

6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2054, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned Officer of the General Partner 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 Lucrecia Gonzalez, Manager of Bristol NMB, LLC, the General Partner of Bristol NMB Partners Limited Partnership, this 30th day of June, 2004.

Bristol NMB Partners Limited Partnership

By: Lucrecia Gonzalez
Lucrecia Gonzalez, Manager of
Bristol NMB, LLC, General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned, the Manager of the general partner of Bristol NMB Partners Limited Partnership, a Florida Limited Partnership, certifies as follows:

The amount contributed and anticipated to be contributed by the limited partners at this time totals ONE MILLION EIGHT HUNDRED SIXTY-FIVE THOUSAND Dollars (\$1,865,000).

This 30th day of June, 2004.

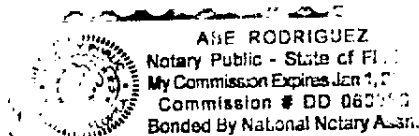
FURTHER AFFIANT SAYETH NAUGHT.

Under the 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.

Bristol NMB Partners Limited Partnership

By: *Lucrecia Gonzalez*
Lucrecia Gonzalez, Manager of
Bristol NMB, LLC, General Partner

I HEREBY CERTIFY that on this 30th day of June, 2004, before me, an officer duly qualified to take acknowledgments, personally appeared Lucrecia Gonzalez, who is personally known to me or who has produced _____ (type of identification) and has acknowledged before me that he executed the foregoing freely and voluntarily for the purpose therein expressed, who did take an oath.



ASE RODRIGUEZ
NOTARY PUBLIC, State of Florida

My Commission Expires: 2007

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Bristol NMB Partners Limited Partnership, 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 to the complete and proper performance of the duties of the registered agent.

ROZENCWAIG & FERRERO-CARR

By:



LESLIE ALAN ROZENCWAIG, ESQ.