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FLORIDA LIMITED PARTNERSHIP

HIGH SKUL LIMITED PARTNERSHIP

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CERTIFICATE OF LIMITED PARTNERSHIP HIGH SKUL LIMITED PARTNERSHIP A FLORIDA LIMITED PARTNERSHIP

The undersigned, as General Partner of High Skul Limited Partnership, a Florida limited partnership ("the Limited Partnership"), hereby executes and acknowledges this Certificate of Limited Partnership as follows:

- 1. <u>Name of Limited Partnership</u>: The Limited Partnership's name is High Skul Limited Partnership.
- Limited Partnership's Business Address: The Limited Partnership's principal
 place of business and business address is 50 Cocoanut Row, Suite 212, Palm
 Beach, Florida 33480.
- 3. <u>Limited Partnership's Business</u>: The Limited Partnership's business is any or all lawful business.
- 4. Resistered Agent: The name and mailing address of the Limited Partnership's registered agent is:

Stuart J. Haft, Esq. c/o Alley, Maass, Rogers & Lindsay, P.A. 321 Royal Poinciana Plaza Palm Beach, Florida 33480

5. Mailing Address: The mailing address of the Limited Partnership is:

P.O. Box 11 Palm Beach, Florida 33480

6. <u>General Pariner</u>: The name and address of the General Partner is:

High Skul SS, Inc. - P05 0000 24690

(a Florida corporation incorporated on February 16, 2005)
50 Cocoanut Row

Suite 212

Palm Beach, Florida 33480

7. <u>Dissolution</u>: The latest date upon which this Limited Partnership is to be dissolved is December 31, 2099.

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IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the undersigned this 16th day of February, 2005.

HIGH SKUL SS, INC., a Florida Corporation,

General Partner

By:

Sidney Splegel, President

ACCEPTANCE OF DESIGNATION

The undersigned, Stuart J. Haft, hereby accepts the designation of himself as registered agent for the High Skul Limited Partnership and agrees to serve in compliance with all applicable Florida Statutes.

STUART J. HAFT, ESO

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting the sole general partner of High Skul Limited Partnership, a Florida Limited partnership, certifies:

The amount of capital contributions to date of the limited partners is \$0.00.

The total amount contributed and anticipated to be contributed by the limited partners withis time totals \$50,000.00.

Signed this 16th day of Pebruary, 2005.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

High Skul SS, Inc., a Florida Corporation, General Partner

By: Sidney Spiegel, President