City/s. le/Zip Phone # Office Use Only

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| | CORPORATIO | N NAME(S) 8 | OCUMENT NUM | IBER(S), (if knov | vn): | · · · · · · · · · · · · · · · · · · · | |
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| | 3 | orporation Name) | | scument #) | | | |
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| | NEW FILINGS | 1 | NDMENTS | Certificate | ; Of Status | | |
| 47. 7. 1. | Profit | 1 | Amendment Resignation of R.A., Officer/ Director | | FILMS 1750 W R. AGENT FEE 35.00 | | |
| | NonProfit | Resigna | | | | | |
| | Limited Liability | Change | of Registered Agent | L C. COPY | <u> </u> | | |
| | Domestication | Dissolu | tion/Withdrawal | TOTAL | 1837 5 | <u> </u> | |
| | Other | Merger | Merger | | BALANCE DUE | | |
| | OTHER FILINGS | | GISTRATION/ ALIFICATION | W. Hill | · · · · · · · · · · · · · · · · · · · | · | |
| | Annual Report | Foreign | | | | | |
| | Fictitious Name | | Partnership | |) | | |
| | Name Reservation | Reinstat | | | | | |
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| | | Other | | | 7/14/4 | b | |

Examiner's initials

CERTIFICATE OF LIMITED PARTNERSHIP OF BTIRLING DESIGN LIMITED PARTNERSHIP

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

- 1. The name of the limited partnership is Stirling Design Limited Partnership.
 - 2. The address of the office of the limited partnership is:

1820 N.E. 163rd Street Suite 203 North Miami Beach, FL 33162

3. The name and address of the agent for service of process on the limited partnership required to be maintained by Section 620.105, Florida Statutes, is:

Robert M. Haber 520 Brickell Key Drive Suite 0-305 Miami, Florida 33131

4. The name and business address of the sole general partner is:

Stirling Design Management Corporation 1820 N.E. 163rd Street
Suite 203
North Miami Beach, FL 33162

5. The mailing address for the limited partnership is:

1820 N.E. 163rd Street Suite 203 North Miami Beach, FL 33162 6. The latest date upon which the limited partnership is to disnolve is July 31, 2046.

The execution of this Cortificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Cortificate of Limited Partnership has been executed by the sole general partner of Stirling Design Limited Partnership on the date set forth below.

Signed, scaled and delivered in the presence of:

KIRTHARM

STIRLING DESIGN MANAGEMENT CORPORATION

By: Michael Schack, President

Executed on July $\frac{10}{1}$, 1996

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Stirling Design Limited Partnership, a Florida limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership, to accept the obligations imposed upon me by Fla. Stat. Section 620.192, and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

obert M. Haber

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STATE OF FLORIDA
COUNTY OF DADE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THIS DAY before me, the undersigned officer, personally appeared Michael Schack, President of Stirling Design Management Corporation, the sole general partner of Stirling Design Limited Partnership, a Florida limited partnership ("Partnership") and who, being duly sworn, certifies as follows:

- 1. The amount of capital contributions made to the Partnership by the limited partners is \$90,000.00.
- 2. The total amount anticipated to be contributed by the limited partners is \$300,000.00.

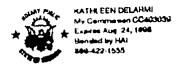
FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

By: //// // // // Michael Schack, President of Stirling Design Management Corporation

STATE OF FLORIDA)
COUNTY OF DADE

The foregoing Certificate and Affidavit were acknowledged before me this \(\frac{1}{2} \) day of July, 1996 by Michael Schack, President of Stirling Design Management Corporation, the sole general partner of and on behalf of Stirling Design Limited Partnership, a Florida limited partnership. He is personally known to me or has produced a driver's license as identification and did take an oath.



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|---|
| Notary Public, State of Florida, at Large Printed Name of Notary: |
| Commission No.: My Commission Expires: |