



A97000002593

ACCOUNT NO. : 072100000032

REFERENCE : 618548 4303929

AUTHORIZATION : Patricia Pujols

COST LIMIT : \$ 140.00

ORDER DATE : December 2, 1997

ORDER TIME : 10:43 AM

ORDER NO. : 618548-005

500002360815--6

CUSTOMER NO: 4303929

CUSTOMER: Ms. Jazmine Roman
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
21st Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: SEG WORLD GATE INVESTORS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

FILED
97 DEC -2 PM 12: 30
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED
97 DEC -2 PM 12: 34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 DEC -2 AM 11: 31
DIVISION OF CORPORATION

12/2/97

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SEG WORLD GATE INVESTORS, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of SEG WORLD GATE INVESTORS, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the limited partnership is SEG WORLD GATE INVESTORS, LTD.
2. The business address and the mailing address of the limited partnership is 200 S. Park Road, #200, Hollywood, Florida 33021.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Marshall R. Pasternack

4. The Florida street address for the registered agent is:

**1221 Brickell Avenue, Suite 2100
Miami, Florida 33131**

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of SEG WORLD GATE INVESTORS, LTD., at the place designated in this Certificate of Limited Partnership of SEG WORLD GATE INVESTORS, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida law relative to keeping the registered office open.



MARSHALL R. PASTERNAK,
Registered Agent

Dated: November 21, 1997.

6. The name and business address of the general partner is as follows:

HOLLYWOOD, INC (SEG)
200 S. Park Road, #200
Hollywood, FL 33021

P9600008711

FILED
97 DEC -2 PM 12:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

7. The latest date upon which the limited partnership is to dissolve is December, 2047.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 21 day of November, 1997 in accordance with §620.114 of the Florida Statutes.

HOLLYWOOD, INC. (SEG), a Florida corporation, General Partner



MICHAEL J. SWERDLOW, President

AFFIDAVIT

THE UNDERSIGNED, constituting the sole general partner of SEG WORKS INVESTORS, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is: \$-0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

Under 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.

HOLLYWOOD, INC. (SEG), a Florida corporation, General Partner



MICHAEL J. SWERDLOW, President