

A9800000427

Chapin, Miller & Yudenfreund
Attorneys at Law
A Partnership of Professional Associations

440 Royal Palm Way
Palm Beach, Florida 33480

Telephone: (561) 655-9500
Facsimile: (561) 655-9508

FILED
98 FEB 11 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 10, 1998

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100002427781--5
-02/11/98--01071--002
****780.50 ****780.50

CM

Re: J. Ira Harris & Associates, Ltd.

Dear Sir or Madam:

Enclosed is the original and one copy of the Certificate of Limited partnership regarding the above-referenced corporation. Please provide to us, in the enclosed Federal Express envelope, a certified copy of the Certificate of Limited Partnership. Also enclosed is a check in the amount of \$780.50 for the filing fee and the certified copy.

If you have any comments or questions, please do not hesitate to call me.

Sincerely,

Joel H. Yudenfreund

JHY:msr
Enclosures

CERTIFICATE OF LIMITED PARTNERSHIP

ARTICLE I - Name

The name of the Limited Partnership is:

J. Ira Harris & Associates, Ltd.

ARTICLE II - Address

The mailing address and the address of the office of the Limited Partnership is:

220 Sunrise Avenue, Suite 210
Palm Beach, Florida 33480

ARTICLE III - Duration

The latest date upon which the Limited Partnership will dissolve is February 4, 2048.

ARTICLE IV - General Partner

The name and business address of the sole General Partner of the Limited Partnership is:

998-12544
JIRA Corp.
220 Sunrise Avenue, Suite 210
Palm Beach, Florida 33480

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Partnership is:

L. Frank Chopin
440 Royal Palm Way, Suite 200
Palm Beach, Florida 33480

JIRA CORP., General Partner

By: 

J. Ira Harris, Director

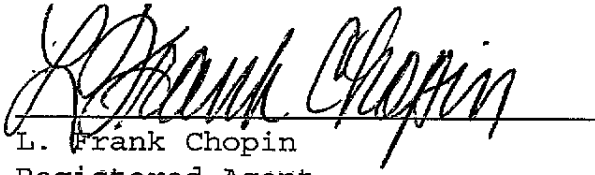
2/16/98

(Date)

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above-stated limited partnership at the address designated in this certificate pursuant to the provisions of section 620.105, Florida Statutes, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



L. Frank Chopin
Registered Agent

2/6/98

(Date)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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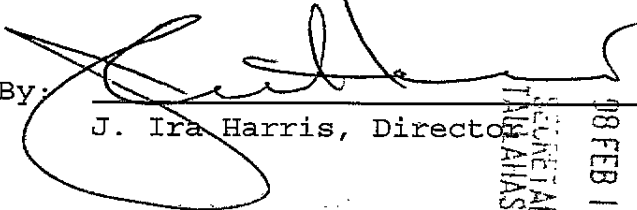
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AFFIDAVIT OF CONTRIBUTIONS

The undersigned General Partner of J. Ira Harris & Associates, Ltd. deposes and says:

- 1. the total amount of capital contributions by the Limited Partners is 0; and
- 2. the total amount of capital anticipated to be contributed by the Limited Partners is \$99,000. This total includes the amount from 1 above.

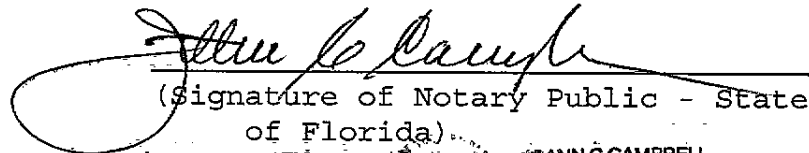
JIRA CORP., General Partner

By: 
 J. Ira Harris, Director

STATE OF FLORIDA)
)
 COUNTY OF PALM BEACH)

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 TALLAHASSEE, FLORIDA

Sworn to, subscribed and acknowledged before me this 11 day of February, 1998, by J. Ira Harris, Director of JIRA Corp., as General Partner of J. Ira Harris & Associates, Ltd.


 (Signature of Notary Public - State of Florida)

MANN C CAMPBELL
 Notary Commission CC492720
 Expires Aug. 30, 1999

(Print, type or stamp commissioned name of notary public)

Personally Known or Produced Identification []

Type of Identification Produced: _____