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660 East Jefferson Street

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CORPORATION(S) NAME

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***1785.00 ***1785.00

Tarik Properties Limited

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DIVISION OF CORPORATIONS
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HINES & ASSOCIATES, P.A.

ATTORNEYS AT LAW

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CHRISTOPHER H. NORMAN
JAMES P. HINES, JR.
STEPHEN C. SULLIVAN

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315 SOUTH HYDE PARK AVENUE
TAMPA, FLORIDA 33606

TAXATION
CORPORATION & BUSINESS LAW
ESTATE PLANNING & ADMINISTRATION

May 7, 1998

(813) 251-8659
FAX (813) 254-6153

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: TAREK PROPERTIES LIMITED

Dear Sir or Madam:

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DIVISION OF CORPORATIONS
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Enclosed please find an original and one copy of the Certificate of Limited Partnership of Tarek Properties Limited, a Florida Limited Partnership. Enclosed is our check in the amount of \$1,785.00 to cover the cost of the following:

Filing Fee	\$1,750.00
Registered Agent Fee	<u>35.00</u>
Total	\$1,785.00

Please file the original Certificate and return the copy to us. We appreciate your assistance in this matter.

If you have any questions or comments, please contact us.

Very truly yours,

Christopher H. Norman
Christopher H. Norman *CH*

CHN:jfb
Enclosures
Check: \$1,785.00

CERTIFICATE OF LIMITED PARTNERSHIP

OF

TAREK PROPERTIES LIMITED
a Florida Limited Partnership

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following pursuant to Florida Statute §620.108(1):

(a) The name of the Partnership is TAREK PROPERTIES LIMITED ("the Partnership"), a Florida limited partnership.

The address of the office of the Partnership is:

907 Smith Bay Drive
Brandon, Florida 33511

b) The name and address of the agent for service of process for the Partnership is:

James P. Hines, Esquire
Hines & Associates, P.A.
315 S. Hyde Park Avenue
Tampa, Florida 33606

(c) The name and business address of the general partner of the Partnership is:

Tarek Management, Inc.
907 Smith Bay Drive
Brandon, Florida 33511

(d) The mailing address for the Partnership is:

907 Smith Bay Drive
Brandon, Florida 33511

(e) The latest date upon which the Partnership shall dissolve is: December 31, 2040

(f) The Partnership is authorized to issue 10,000 partnership units.

(g) The General Partner is a Florida corporation.

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998-41947

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

TAREK MANAGEMENT, INC., as
General Partner

By: Tarek Kazbour
Tarek Kazbour, as its
President

Date: 5-7-98

By: Tarek Kazbour
Tarek Kazbour, as its
Secretary

Date: 5-7-98

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partner of TAREK PROPERTIES LIMITED ("the Partnership"), a Florida limited partnership, hereby certifies as follows pursuant to Florida Statute §620.108(1):

As of the date set forth hereinbelow, the amount of capital contributions of the limited partners of the Partnership is as follows:

NONE

As of the aforesaid date, the total amount anticipated to be contributed by the limited partners of the Partnership is as follows:

\$4,000,000

Under the penalties of perjury, I, Tarek A. Kazbour, as the President and Secretary of Tarek Management, Inc., a Florida corporation, the general partner of the Partnership, hereby declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the undersigned general partner on the dates set forth hereinbelow.

TAREK MANAGEMENT, INC., as
General Partner

By: _____

Tarek Kazbour, as its
President

Date: _____

5-7-98

By: _____

Tarek Kazbour, as its
Secretary

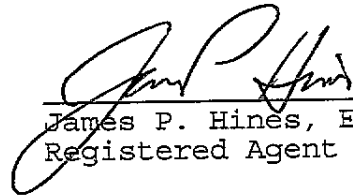
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having being named as registered agent for TAREK PROPERTIES LIMITED ("the Partnership"), a Florida limited partnership, in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statute §620.192.


James P. Hines, Esquire
Registered Agent

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