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FLORIDA BAR BOARD CERTIFIED
WILLS, TRUSTS & ESTATES

TELEPHONE (305) 443-3104
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September 30, 1998

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

100002681121--5
-11/05/98--01050--005
***1785.00 ***1785.00

Re: Shah Holdings, Ltd.

Gentlemen:

Enclosed please find the following:

- (a) Certificate of Limited Partnership for the referenced Partnership
- (b) Affidavit of Capital Contributions
- (c) Check in the amount of \$1,785.00.

Please send acknowledgement to Brian C. Perlin, Esq., Alhambra Circle, #503, Coral Gables, FL 33134.

If you should have any questions regarding the enclosed, please do not hesitate to call our office at (305) 443-3104.

Thank you for your cooperation in this matter.

Very truly yours,

Brian C. Perlin
Brian C. Perlin

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TALLAHASSEE, FLORIDA

BCP/lp

Enclosures

A98-2522

Name Availability	OR 11-10
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgment	OR
W. P. Verifier	OR

CERTIFICATE OF LIMITED PARTNERSHIP
OF

SHAH HOLDINGS, LTD.

1. SHAH HOLDINGS, LTD.

(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")

2. 1501 Presidential Way, Suite #12, West Palm Beach, FL 33401

(The Business Address of Limited Partnership)

3. Suresh O. Shah

(Name of Registered Agent for Service of Process)

4. 1501 Presidential Way, Suite #12, West Palm Beach, FL 33401

(Florida Street Address for Registered Agent)

5. Suresh Shah

(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process.)

6. 1501 Presidential Way, Suite #12, West Palm Beach, FL 33401

(The Mailing Address of the Limited Partnership.)

7. The latest date upon which the Limited Partnership is to be dissolved is 12/31/2046

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

Suresh O. Shah

24 Dunbar Road
Palm Beach Gardens,

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Signed this 21st day of September, 1998.
Signature of all general partners:

X Suresh Shah
General Partner

General Partner

General Partner

General Partner

General Partner

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of
Shah Holdings, Ltd., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 1,000,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000,000.00.

This 21st day of September, 19 98.

FURTHER AFFIANT SAYETH NOT.

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

x Suresh Shah
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA