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FLORIDA LIMITED PARTNERSHIP

Seminole Office Center Ltd.

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\$ 316,892.69

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 22, 1999

ALAN I. ARMOUT, II, ESQUIRE
NASON YEAGER GERSON WHITE & LIOCE, P.A.
1645 PALM BEACH LAKES BOULEVARD, STE 120
WEST PALM BEACH, FL 33401

SUBJECT: SEMINOLE OFFICE CENTER LTD.
REF: W99000001609

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Diane Cushing
Corporate Specialist

FAX Aud. #: H99000001736
Letter Number: 899A00002929

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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CERTIFICATE OF LIMITED PARTNERSHIP

- 1. SEMINOLE OFFICE CENTER LTD.
(Name of Limited Partnership: must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
- 2. 365 South Street, Morristown, New Jersey 07960
(Business address of Limited Partnership)
- 3. ALAN I. ARMOUR II
(Name of Registered Agent for Service of Process)
- 4. 1645 Palm Beach Lakes Blvd., Suite 1200, West Palm Beach, FL 33401
(Florida street address for Registered Agent)
- 5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
- 6. 365 South Street, Morristown, New Jersey 07960
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Perpetual

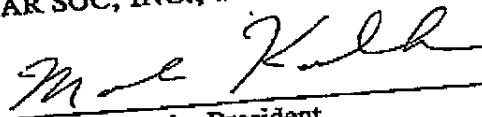
8. Names and Street Address of general partner:
Lamar SOC, Inc.
365 South Street
Morristown, New Jersey 07960 P99000005944

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 21 day of January, 1999.

Signature of general partner:

LAMAR SOC, INC., a Florida corporation.

By: 
Mark Kalkus, its President

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

SEMINOLE OFFICE CENTER LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 316,892.69.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 316,892.69.

Signed this 21 day of January, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signature of general partner:

LAMAR SOC INC., a Florida corporation,

By: Mark Kalkus
Mark Kalkus, its President