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JOEL REINSTEIN

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January 21, 1999

AIRBORNE

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

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01/22/99-01071-009

***1785.00 ***1785.00

Re: The Hwang Family Limited Partnership

Dear Sir:

Enclosed please find the following documents for filing regarding the above limited partnership:

1. Certificate of Limited Partnership.
2. Affidavit of Capital Contributions.
3. Acceptance of Appointment as Registered Agent.

Also enclosed is a check in the amount of \$1,785, representing the maximum filing fee of \$1,750, and the \$35 registered agent fee.

We have also enclosed a copy of each of the above documents. Please return a stamped filed copy to the undersigned in the envelope provided.

Please contact the undersigned if you have any questions.

Thank you for your cooperation in this matter.

Sincerely,

Joel Reinstein

JR/wsm
Enclosures
cc: Mrs. Hua-Mei Hwang
Alan Rothberg, C.P.A.

StateFLP5.1tr

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

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RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP
THE HWANG FAMILY LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partner desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby state the following:

1. The name of the Partnership is THE HWANG FAMILY LIMITED PARTNERSHIP.

2. The address of the office of the Partnership is c/o HWANG FAMILY CORP., 3050 N.E. 47th Street, Fort Lauderdale, FL 33308.

3. The name and address of the agent for service of process of the Partnership is Hua-Mei Hwang, 3050 N.E. 47th Street, Fort Lauderdale, FL 33308.

4. The name and business address of the General Partner is HWANG FAMILY CORP., 3050 N.E. 47th Street, Fort Lauderdale, FL 33308. P98000063050

5. The mailing address of the Partnership is c/o HWANG FAMILY CORP., 3050 N.E. 47th Street, Fort Lauderdale, FL 33308.

6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2045, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

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

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partners of The Hwang Family Limited Partnership this 19 day of January, 1999.

THE HWANG FAMILY LIMITED
PARTNERSHIP

HWANG FAMILY CORP., General Partner

By: Hua-Mei Hwang
Hua-Mei Hwang, President

STATE OF FLORIDA :

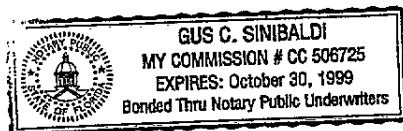
SS:

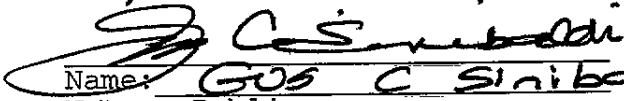
COUNTY OF BROWARD :

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared HUA-MEI HWANG, to me known to be the person described in and who executed the foregoing Certificate of Limited Partnership, and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19 day of January, 1999.

My commission expires:



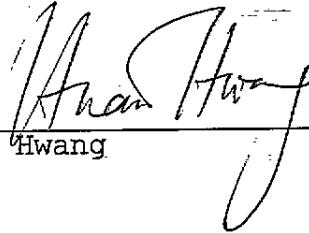

Name: GUS C Sinibaldi
Notary Public

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The Hwang Family Limited Partnership, a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.

By: _____

Hua-Mei Hwang

A handwritten signature in cursive script, appearing to read "Hua-Mei Hwang", is written over a horizontal line.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned, constituting the general partners of THE HWANG FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

The amount contributed and anticipated to be contributed by the limited partners at this time totals Four Million, One Hundred Forty-four Thousand Six Hundred Fifty-Five Dollars (\$4,144,655).

FURTHER AFFIANT SAYETH NOT.

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

THE HWANG FAMILY LIMITED
PARTNERSHIP

BY: HWANG FAMILY CORP.
General Partner

By: Hua-Mei Hwang
Hua-Mei Hwang, President

STATE OF FLORIDA :

SS:

COUNTY OF BROWARD :

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared HUA-MEI HWANG, to me known to be the person described in and who executed the foregoing Affidavit of Capital Contributions, and she acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 19 day of January, 1999.

My commission expires:

Name: Gus C Sinibaldi
Notary Public

HWANGFLP.CER

