

CAPITAL CONNECTION INC

417 E. Virginia Street, Suite 200 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-224-8870 • (850) 224-1122

A99000000463

STELA GP, Ltd.

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-03/23/99-01060-016
****192.50 ****192.50

File second

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5250
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99 MAR 23 PM 11:48
DIVISION OF CORPORATIONS

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

99 MAR 23 PM 4:48
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**S/ELA GP, LTD.
A FLORIDA LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP**

FILED STATE
SECRETARY OF CORPORATIONS
99 MAR 23 PM 4:48

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.101, et. seq. of the Florida Statutes, hereby states the following:

1. The name of the Partnership is S/ELA GP, Ltd.
2. The address of the office of the Partnership is 6400 North Andrews Avenue, Fort Lauderdale, Florida 33309.
3. The name and address of the agent for service of process on the Partnership is BRYAN W. DUKE, ESQUIRE, 6400 North Andrews Avenue, 5th Floor, Fort Lauderdale, Florida 33309.
4. The name and business address of the General Partner is as follows:

S/ELA GP, Inc.
6400 North Andrews Avenue
Fort Lauderdale, Florida 33309

899000026514

5. The mailing address of the Partnership is 6400 North Andrews Avenue, Fort Lauderdale, Florida 33309.
6. The latest date upon which the Partnership shall dissolve is November 20, 2037.
7. The total anticipated Capital Contributions to be paid into the Partnership is and shall be FIFTEEN THOUSAND (\$15,000 00) DOLLARS.

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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the
General Partner of S/ELA GP, LTD. this 19th day of March, 1999.

FILED
SECRETARY OF STATE
CORPORATIONS
99MAR 23 PH 13:49

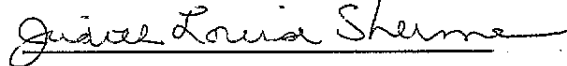
S/ELA GP, INC., general partner of S/ELA GP, LTD.

By: 
Terry W. Stiles,
President

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me by Terry W. Stiles, President of S/ELA GP, INC., a Florida corporation, as General Partner of S/ELA GP, LTD., a Florida limited partnership, who is personally known to me.

NOTARY PUBLIC:

Sign: 

Print:  Judith Louise Sherman
Commission # CC 798149
Expires FEB. 1, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.

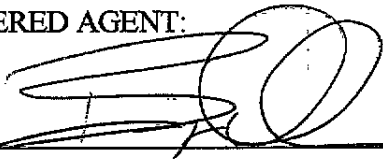
(SEAL)

My commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for S/ELA GP, LTD., 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 registered agent.

REGISTERED AGENT:

By: 
BRYAN W. DUKE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED STATE
SECRETARY OF CORPORATIONS
99 MAR 23 PM 4:48

BEFORE ME, the undersigned constituting all of the general partners of S/ELA GP, LTD., a Florida Limited Partnership, certify as follows:

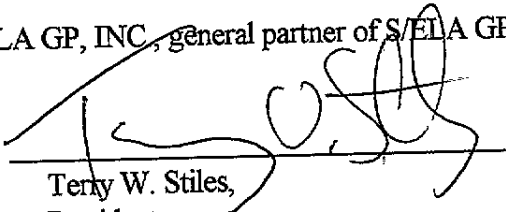
The amount of capital contributions to date of the limited partners is \$15,000.00. No further limited partner contributions are anticipated.

This 19th day of March, 1999.

FURTHER AFFIANT SAYETH NOT

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

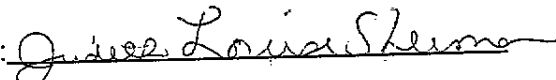
S/ELA GP, INC, general partner of S/ELA GP, LTD.

By: 
Terry W. Stiles,
President

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me by Terry W. Stiles, President of S/ELA GP, INC., a Florida corporation, which is general partner of S/ELA GP, LTD., a Florida limited partnership, who is personally known to me and who did take an oath.

NOTARY PUBLIC:

Sign: 

(SEAL)

My Commission Expires:

Print:



Judith Louise Sherman
Commission # CC 798149
Expires FEB. 1, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.