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corporation NAME(S) AND DOCUMENT NUMBER(S) The DLM Family Limited	
Walk In Pick Up Time Mail Out Will Wait Photocopy	Certified Copy Certificate of Status Certificate of Good Standing ARTICLES ONLY
Profit NonProfit Limited Liability Domestication Other AMENDMENTS AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawai Merger	ALL CHARTER DOCS Certificate of FICTITIOUS NAME FICTITIOUS NAME SEARSH
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CERTIFICATE OF LIMITED PARTNERSHIP OF THE DLM FAMILY LIMITED PARTNERSHIP NO. 2 A FLORIDA LIMITED PARTNERSHIP

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

- 1. The name of the Partnership is THE DLM FAMILY LIMITED PARTNERSHIP NO. 2.
- 2. The address of the office of the Partnership is: 3900 Island Blvd. Apt 203-B, Aventura, Florida 33160.
- 3. The address of the agent for service of process of the Partnership is: c/o Nelson & Associates, P.A., 19495 Biscayne Boulevard, Suite 609, Aventura, Florida 33180, and the name of the initial registered agent is Barry A. Nelson Esq..
- 4. The name and business address of the General Partner is: PEARL SIEGAL FAMILY HOLDING, INC., 3900 Island Blvd. Apt. 203-B Aventura, Florida 33160.
- 5. The mailing address of the Partnership is THE DLM FAMILY LIMITED PARTNERSHIP NO. 2, 3900 Island Blvd. Apt. 203-B, Aventura, Florida 33160.
- 6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2049, 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 Officer of the 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 DORIS B. SUTTIN, an Officer of PEARL SIEGAL FAMILY HOLDINGS, INC., the General Partner of THE DLM FAMILY LIMITED PARTNERSHIP NO. 2, this of _______, 1999.

THE DLM FAMILY LIMITED PARTNERSHIP NO. 2

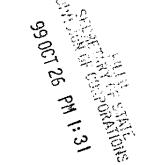
By: (SW) (SWF) Name: DORIS B. SUTTIN

as President of

PEARL SIEGAL FAMILY HOLDING, INC.,

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS



STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

BEFORE ME, the undersigned an Officer of the general partner of THE DLM FAMILY LIMITED PARTNERSHIP NO. 2, a Florida Limited Partnership, certifies as follows:

The amount contributed and anticipated to be contributed by the limited partners at this time totals One Million Five Hundred Thousand (\$1,500,000) Dollars.

This 35 day of October, 1999.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

THE DLM FAMILY LIMITED PARTNERSHIP NO. 2

Name: DORIS B. SUTTIN

as President of

PEARL SIEGAL FAMILY HOLDING, INC.,

General Partner

STATE OF FLORIDA)
)ss.: COUNTY OF MIAMI-DADE)
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared DORIS B. SUTTIN, personally known to me or who has produced (type of identification) and has acknowledged before me that said person executed the foregoing freely and voluntarily for the purpose therein expressed, who did take an oath. WITNESS my hand and official seal at said County and State, this day of
My Commission Expires: NOTARY PUBLIC State of Florida PH 131

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for THE DLM FAMILY LIMITED PARTNERSHIP NO. 2, 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: // W NELSON ESO.

final:08/18/99 mel

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