

A96000000270

THERREL BAISDEN & MEYER WEISS

ATTORNEYS AT LAW
111 LINCOLN ROAD MALL
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MIAMI BEACH, FLORIDA 33139-2901
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FRED H. BAISDEN (1903-1971)
BARON DE HIRSCH MEYER (1899-1974)
CATCHINGS THERREL (1890-1971)
MILTON WEISS (1913-1980)

OF COUNSEL
BRUCE E. LAZAR

L. JULES ARKIN
NICHOLAS M. DANIELS
DAVID DARLOW
JONATHAN FEUERMAN
PETER H. LOPEZ
ELLEN ROSE
LEO ROSE, JR.
FRED H. STANTON
RICHARD A. WOOD

February 9, 1996

**CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Secretary of State
Division of Corporations
State of Florida
Post Office Box 6327
Tallahassee, Florida 32314

000001714180
-02/14/96--01004--006
***1802.50 ***1802.50

Re: EVR GROUP, LTD., a Florida limited partnership
Document No. A96000000270
Filing Date: February 7, 1996
Our File No. 950649

Gentlemen:

Enclosed herewith are and original and a copy of the Supplemental Affidavit of Capital Contributions documents for the captioned Limited Partnership. We enclose our check in the amount of \$1,802.50 to cover the following costs:

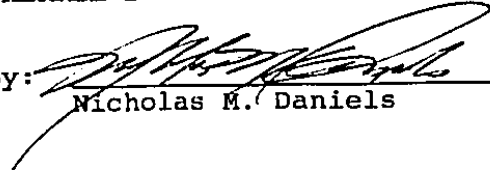
Filing Fee for Limited Partnership	\$ 1,750.00
Certified Copy under Seal	<u>52.50</u>
Total	\$ 1,802.50

Please return a certified copy with your recording date acknowledging the filing of the Amended and Restated Affidavit to the undersigned. A self-addressed stamped envelope has been provided for your convenience.

With kindest regards,

Very truly yours,

THERREL BAISDEN & MEYER WEISS

By: 
Nicholas M. Daniels

NMD/lc
Encl.
Corp/eva-aff.ltr

cc
2/14/96 AW

RECORDED
INDEXED
FEB 13 PM 4:00
1996

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

95 FEB 13 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Robert Segall, as Vice President of NI-BAR CORP., a Florida corporation, which is the General Partner of EVR GROUP, LTD., a Florida limited partnership, filed February 7, 1996 (Document No. A96000000270) with the Florida Secretary of State, hereinafter referred to as the "Partnership", 5701 Collins Avenue, Apt. 315, Miami Beach, Florida 33139, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

Eva Rabin, as Trustee of the Eva Rabin Trust Agreement dated September 1, 1989, as amended 5701 Collins Avenue Apt. 315 Miami Beach, Florida 33139	\$1,980,000.00
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Total	\$1,980,000.00
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2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

Eva Rabin, as Trustee of the Eva Rabin Trust Agreement dated September 1, 1989, as amended 5701 Collins Avenue Apt. 315 Miami Beach, Florida 33139	\$ -0-
---	--------

Total	\$ -0-
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FURTHER AFFIANT SAITH NAUGHT.

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.

GENERAL PARTNER

NI-BAR CORP., a Florida corporation

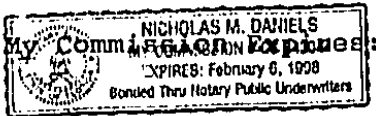
By: *Robert Segall*
Robert Segall, Vice President

Dated: FEB. 8, 1996

The foregoing instrument was acknowledged before me this 8th day of FEBRUARY, 1996, by Robert Segall, as Vice President of NI-BAR CORP., a Florida corporation, the General Partner of the Partnership, who is personally known to me ~~or has produced~~ as identification,

Nicholas M. Daniels
Notary Public, State of Florida
at Large

NICHOLAS M. DANIELS
Print/Type or Stamp Notary Name
Commission No. (if any) _____



NHD\Corp\EVA-Sup.Aff

56 FEB 13 PM 4: 07
SECRETARIAL
TALLAHASSEE FLORIDA

1201 HAY STREET
TALLAHASSEE, FL 32301

800-342-8086

A 96000000270

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 7 1 PH 3:02



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 035719 4337904

AUTHORIZATION :

Patricia Pysich

COST LIMIT : \$ 140.00

ORDER DATE : February 7, 1996

ORDER TIME : 9:51 AM

ORDER NO. : 035719

CUSTOMER NO: 4337904

700001709147

CUSTOMER: Nicholas M. Daniels, Esq
THERREL BAISDEN & MEYER WEISS

Suite 500
1111 Lincoln Road
Miami Beach, FL 33139

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -7 PH 3:04
96 FEB -7 AM 11:08
RECEIVED

DOMESTIC FILING

NAME: EVR GROUP, LTD.

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS:

2/7/96
B/C

DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP OF
EVR GROUP, LTD.

FILED STATE
SECRETARY OF CORPORATIONS
95 FEB - 7 PM 3: 04

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is EVR Group, Ltd.
2. The address of the office of the Partnership is The EVR GROUP, LTD., 5701 Collins Avenue, Apt. 315, Miami Beach, Florida 33140.
3. The name and address of the agent for service of process on the Partnership is NICHOLAS M. DANIELS, ESQ., Therrel Baisden & Meyer Weiss, 1111 Lincoln Road Mall, Suite 500, Miami Beach, Florida 33139.
4. The name and business address of the corporate General Partner is as follows:

NI-BAR CORP.,
a Florida corporation
5701 Collins Avenue
Apt. 315
Miami Beach, Florida 33140

P96000011844

5. The mailing address of the Partnership is: 5701 Collins Avenue, Apt. 315, Miami Beach, Florida 33140.
6. The latest date upon which the Partnership shall dissolve is November 30, 2025.
7. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.
8. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by (a) Eva Rabin, as President of NI-BAR CORP., a Florida corporation, as the General Partner of EVR GROUP, LTD. or (b) an authorized corporate officer, of NI-BAR CORP., a Florida corporation, as General Partner of EVR GROUP, LTD.

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 EVR GROUP, LTD. this 6th day of February, 1996.

GENERAL PARTNER

NJ-BAR CORP., a Florida corporation

By: [Signature]
Robert Segall, Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for EVR GROUP, 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: [Signature]
NICHOLAS M. DANIELS

NMD\CORP\eva-CRR.LTD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB -7 PM 3:04

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

FILED STATE
SECRETARY OF CORPORATIONS
06 FEB -7 10 3 04

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Robert Segall, as Vice President of NI-BAR CORP., a Florida corporation, which is the General Partner of EVR Group, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", 5701 Collins Avenue, Apt. 315, Miami Beach, Florida 33140, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

Robert Segall 1111 Lincoln Road Suite 511 Miami Beach, Florida 33139	\$ 990.00
<hr/>	
Total	\$ 990.00

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

Robert Segall 1111 Lincoln Road Suite 511 Miami Beach, Florida 33139	\$ -0-
<hr/>	
Total	\$ -0-

FURTHER AFFIANT SAITH NAUGHT.

FILED STATE
SECRETARY OF CORPORATIONS
06 FEB -7 10 3 04

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.

GENERAL PARTNER:

NI-BAR CORP., a Florida corporation

By: Robert Segall
Robert Segall, Vice President

FILED STATE SECRETARY OF CORPORATIONS
95 FEB 7 PH 3: 04

Dated: FEBRUARY 6, 1996

The foregoing instrument was acknowledged before me this 6th day of February, 1996, by Robert Segall, as Vice President of NI-BAR CORP., a Florida corporation, the General Partner of the Partnership, who is personally known to me or has produced as identification.

Leticia Zatarain
Notary Public, State of Florida
at Large
Leticia Zatarain
Print/Type or Stamp Notary Name
Commission No. (if any) _____

My Commission Expires:

OFFICIAL NOTARY SEAL
LETICIA ZATARAIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC291944
MY COMMISSION EXP. JUL 5, 1997

NMD\CORP\ava-CAP.AFP