

Division of Corporations

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FLORIDA LIMITED PARTNERSHIP DDF HOLDINGS, LTD.

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DDF HOLDINGS, LTD.
a Florida limited partnership**

The undersigned General Partner of DDF Holdings, Ltd. (the "Partnership"), desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620, Part I of the Florida Statutes, hereby states the following:

1. The name of the Partnership is DDF HOLDINGS, LTD.
2. The address of the office of the Partnership is 10825 NW 33 Street, Miami, Florida 33172.
3. The name and address of the registered agent for service of process on the Partnership is Daniel De Fasson, 10825 NW 33 Street, Miami, Florida 33172.
4. The name and business address of the General Partner is DDF Holdings, Inc., 10825 NW 33 Street, Miami, Florida 33172. *PC99000056888*
5. The mailing address of the Partnership is 10825 NW 33 Street, Miami, Florida 33172.
6. The latest date upon which the Partnership shall dissolve is December 31, 2049.

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 DDF Holdings, Ltd., this 22 day of June, 1999.

DDF HOLDINGS, LTD.

By: ~~DDF Holdings, Inc., General Partner~~

By: ~~_____~~
Daniel De Fasson, President

This instrument prepared by:
Alan R. Chase, Esquire
Florida Bar No. 205478
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for DDF Holdings, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees 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.



DANIEL DE FASSON


AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Daniel De Fasso, President of DDF Holdings, Inc., the General Partner of DDF Holdings, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", certifies as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is \$735,000.
2. It is anticipated that the limited partners will make additional capital contributions of \$0 to the Partnership.

DDF HOLDINGS, LTD.

By: DDF Holdings, Inc, General Partner

By: 

Daniel De Fasso, President

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