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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 20 PM 4:53

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
Account Number : 110450000714
Phone : (850) 222-1173
Fax Number : (850) 224-1640

W-1728

FLORIDA LIMITED PARTNERSHIP

WLD DUNDEE, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$962.50

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 21 PM 3:00

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
WLD DUNDEE, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of **WLD DUNDEE, LTD.** (the "Limited Partnership"), hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

1. The name of the Limited Partnership is **WLD DUNDEE, LTD.**
2. The business address and the mailing address of the Limited Partnership is 450 East Las Olas Boulevard, Suite 900, Fort Lauderdale, Florida 33301.
3. The name of the registered agent for service of process required by Section 620.105 of the Florida Statutes is:

F. Melvin Burton

4. The Florida street address for the registered agent is:

450 East Las Olas Boulevard
Suite 900
Fort Lauderdale, Florida 33301

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of **WLD DUNDEE, LTD.**, at the place designated in this Certificate of Limited Partnership of **WLD DUNDEE, LTD.**, I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by Chapter 620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.


F. Melvin Burton

Dated: December 29, 1999

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6. The name and business address of the sole general partner (the "General Partner") is as follows:

WLD Dundee, Inc. P00000006647
450 East Las Olas Boulevard
Suite 900
Fort Lauderdale, Florida 33301

7. The latest date on which the Limited Partnership is to dissolve is December 31, 2049

IN WITNESS WHEREOF, the sole General Partner has executed the foregoing Certificate of Limited Partnership on this 29th day of December, 1999 in accordance with Section 620.114 of the Florida Statutes.

WLD DUNDEE, INC., a Florida corporation,
General Partner

By: 

David W. Horvitz, President

00 JAN 21 PM 3:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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AFFIDAVIT

BEFORE ME, the undersigned, constituting the sole General Partner of **WLD DUNDEE, LTD.**, a Florida limited partnership, certifies as follows:

1. The initial Limited Partners of **WLD DUNDEE, LTD.** have made capital contributions in the amount of \$125,000.00 to the Limited Partnership.

2. The initial Limited Partners anticipate making no additional capital contributions other than the contributions stated above.

FURTHER AFFIANT SAYETH 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.

WLD DUNDEE, INC., a Florida corporation,
General Partner

By: *David W. Horvitz*

David W. Horvitz, President

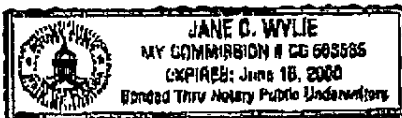
STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 29th day of December, 1999 by **DAVID HORVITZ** in his capacity as President of **WLD DUNDEE, INC.** The aforesaid **DAVID W. HORVITZ**, personally appeared before me, is personally known to me or produced _____ as identification, and [did] (did not) take an oath.

[NOTARIAL SEAL]

Notary: *Jane C. Wylie*Print Name: Jane C. WylieNotary Public, State of: FloridaMy commission expires: June 18, 2000

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