CAPITAL CONNECTION OF THE TUNIOUS 28

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CERTIFICATE OF LIMITED PARTNERSHIP OF VOGEL FAMILY PARTNERSHIP, LTD. a Florida Limited Partnership

The undersigned General Partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statues, hereby states the following:

- The name of the limited partnership is: Vogel Family Partnership, Ltd. (the "Partnership").
- The address of the office of the Partnership is: 7728 Bridlington Drive, Boynton Beach, 2. FL 33437.
- The name and address of the agent for service of process of the Partnership is: Edward Vogel, 7728 Bridlington Drive, Boynton Beach, FL 44547. PUUDUUUI 2
- The name and address of the General Partner is as follows: Vogel Family Corporation, Edward Vogel, Incorporator, 7728 Bridlington Drive, Boynton Beach, FL 33437.
- The mailing address of the General Partner is as follows: 7728 Bridlington Drive, Boynton Beach, FL 33437.
 - 6. The latest date upon which the Partnership will dissolve is: December 31, 2050.
- 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 the General Partner.

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 the Vogel Family Partnership, Ltd. this 12th day of Aunuly

GENERAL PARTNER:

VOGEL FAMILY CORPORATION BY: EDWARD VOGEL, Incorporator



BEFORE ME the undersigned, personally appeared EDWARD VOGEL, the Incorporator of the Vogel Family Corporation, a Florida Corporation, the General Partner of the Vogel Family Partnership, Ltd., a Florida Limited Partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, did certify as follows:

- 1. The amount of capital contributions of the General and Limited Partners is attached hereto as Exhibit "A".
- 2. The anticipated amount of additional capital contributions of the Limited Partners is none at this time.

FURTHER AFFIANT SAYETH NAUGHT.

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

Dated this 1244 day of January, 2000.

GENERAL PARTNER: VOGEL FAMILY CORPORATION

EDWARD VOGEL, Inforporator

STATE OF FLORIDA

)SS.

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 13th day of 2000, by EDWARD VOGEL, Incorporator of the Vogel Family Corporation, the General Partner of the Vogel Family Partnership, Ltd., who is personally known to me.

NOTARY PUBLIC

OFFICIAL NOTARY SEAL
DAVID M WATKINS
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC683557
MY COMMISSION EXP. SEPT 24,2001

EXHIBIT "A" TO THE AFFIDAVIT OF CAPITAL CONTRIBUTIONS

VALUE

Contributed by Vogel Family Corporation, Edward Vogel, Incorporator as General Partner Cash/Securities

\$ 35,000

Contributed by The Edward Vogel Revocable Trust dated May 11, 1999, Edward Vogel and Elaine Lillian Vogel, Trustees, as Limited Partner Cash./Securities

\$1,732,500

Contributed by The Elaine Lillian Vogel Revocable Trust dated May 11, 1999, Elaine Lillian Vogel and Edward Vogel, Trustees, as Limited Partner Cash/Securities

\$1,732,500

TOTAL CAPITAL CONTRIBUTIONS:

\$3,500,000

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for the Vogel Family Partnership, 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 of 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

DATED: January 12,2000

EDWARD VOGEL