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Division of Corporations

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Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)922-4003

From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

Account Number : 076077000521

Phone : (954) 761-2910

Fax Number : (954) 764-4996

FLORIDA LIMITED PARTNERSHIP

Zenith St Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$1,846.25

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
ZENTH ST LTD.

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. NAME. The name of the limited partnership ("Partnership") is ZENTH ST LTD.
2. REGISTERED OFFICE. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 3195 North Powerline Road, Suite 104, Pompano Beach, FL 33069.
3. REGISTERED AGENT. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is SCOTT F. BRENNER, 3195 North Powerline Road, Suite 104, Pompano Beach, Florida 33069.
4. NAME AND ADDRESS OF GENERAL PARTNER. The name and address of the General Partner is: ST Genpar Inc., a Florida corporation, 3195 North Powerline Road, Suite 104, Pompano Beach, Florida 33069.
5. MAILING ADDRESS. The mailing address for the Partnership is 3195 North Powerline Road, Suite 104, Pompano Beach, Florida 33069.
6. DISSOLUTION OF PARTNERSHIP. The latest date upon which the Partnership is to dissolve is December 31, 2050, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT OF
ZENITH ST LTD.

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of ZENITH ST LTD., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).


Scott F. Brenner

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7. All of the Partnership's acts and decisions shall be authorized by the written consent of the General Partner.

IN WITNESS WHEREOF, the undersigned, being the General Partner of the Partnership, has duly executed this Certificate of Limited Partnership of ZENITH ST LTD., this 3rd day of February __, 2000, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

ST GENPAR INC., a Florida corporation

By: *Scott F. Brenner*

Name: Scott F. Brenner

Title: President

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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
ZENITH ST LTD.**

BEFORE ME, the undersigned, constituting the sole General Partner of ZENITH ST LTD.

("Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partner's contributions of cash and property to the Partnership is \$ 500,000.00. No additional capital contribution is anticipated to be made by the limited partner.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFLIANT 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.

GENERAL PARTNER:

ST GENPAR INC., a Florida corporation

By: Scott F. Brenner Pres.

Name: Scott F. Brenner

Title: President

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