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UCC FILING & SEARCH SERVICES, INC.
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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Garcia Partners Ltd.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 FEB 18 PM 5:15 RECEIVED

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

Ordered By: _____

Date: _____

*3/11
2/1/00*

GARCIA PARTNERS, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

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Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

1. The name of the Limited Partnership shall be GARCIA PARTNERS, LTD.

2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.

3. The location of the principal place of business is 11410 North Bayshore Drive, North Miami, Florida 33181. The name and address of the agent for service of process is Isabel G. Leibowitz, 11410 North Bayshore Drive, North Miami, Florida 33181.

4. The name and business address of the General Partner shall be as follows:

Isabel G. Leibowitz
11410 North Bayshore Drive
North Miami, Florida 33181

5. The mailing address for the Limited Partnership shall be as follows:

GARCIA PARTNERS, LTD.
11410 North Bayshore Drive
North Miami, Florida 33181

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the party hereto has executed this Certificate of Limited Partnership on the 2nd day of February, 2000, effective upon filing same with the Florida Department of State.

GARCIA PARTNERS, LTD.

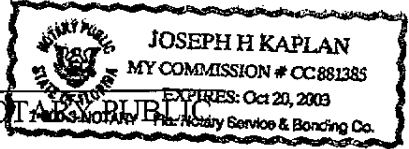
BY: *Isabelowitz*
ISABEL G. LEIBOWITZ,
General Partner

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DIVISION OF CORPORATIONS
23 FEB -8 PM 5:15

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 2nd day of February, 2000, by ISABEL G. LEIBOWITZ, who did execute the foregoing Certificate of Limited Partnership as General Partner, who is personally known to me or who has provided _____ as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

JK
Signature, NOTARY PUBLIC



Printed Name of NOTARY PUBLIC

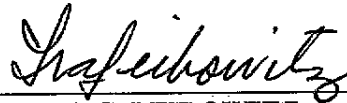
Title

Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for GARCIA PARTNERS, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, ISABEL G. LEIBOWITZ, 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.

REGISTERED AGENT



ISABEL G. LEIBOWITZ

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared ISABEL G. LEIBOWITZ, the general partner of GARCIA PARTNERS, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$300. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000,000.

This 2nd day of February, 2000.

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.

GARCIA PARTNERS, LTD.

BY: *Isabelowitz*
ISABEL G. LEIBOWITZ, General Partner

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 2nd day of February, 2000, by ISABEL G. LEIBOWITZ, who did execute the foregoing Affidavit of Capital Contributions as General Partner, who is personally known to me or who has provided _____ as identification, and being first duly sworn, acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

[Signature]
Signature - NOTARY PUBLIC

Printed Name of NOTARY PUBLIC: **JOSEPH H KAPLAN**
COMMISSION # CC 881385
EXPIRES: Oct 20, 2003
1-800-3-NOTARY Fla. Notary Service & Bonding Co.

Stamp or Seal of Notary Public

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