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February 10, 2000

AIRBORNE

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: The Purita Family Limited Partnership II

Dear Sir:

A-298

Enclosed please find the following documents for filing regarding the above limited partnership:

1. Certificate of Limited Partnership.
2. Affidavit of Capital Contributions.
3. Acceptance of Appointment as Registered Agent.

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-02/14/00--01054--001
***1785.00 ***1785.00

Also enclosed is a check in the amount of \$1,785, representing the maximum filing fee of \$1,750, and the \$35 registered agent fee.

We have also enclosed a copy of each of the above documents. Please return a stamped filed copy to the undersigned in the envelope provided.

Please contact the undersigned if you have any questions.

Thank you for your cooperation in this matter.

Sincerely,

Joel Reinstein

FILED
00 FEB 14 AM 10:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

JR/wsm
Enclosures
cc: ✓ Dr. and Mrs. Joseph R. Purita
 ✓ Alan Rothberg, C.P.A.

Spq

CERTIFICATE OF LIMITED PARTNERSHIP
THE PURITA FAMILY LIMITED PARTNERSHIP II
A FLORIDA LIMITED PARTNERSHIP

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

1. The name of the Partnership is THE PURITA FAMILY LIMITED PARTNERSHIP II.

2. The address of the office of the Partnership is c/o PURITA FAMILY CORP., 705 S. Atlantic Drive, Lantana, FL 33462.

3. The name and address of the agent for service of process of the Partnership is Joel Reinstein, Esq., 5355 Town Center Road, Suite 801, Boca Raton, FL 33486.

4. The name and business address of the General Partner is PURITA FAMILY CORP., 705 S. Atlantic Drive, Lantana, FL 33462.

5. The mailing address of the Partnership is c/o PURITA FAMILY CORP., 705 S. Atlantic Drive, Lantana, FL 33462.

6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2050, unless the Partners agree to extend the term.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned General Partners 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 Partners of The Purita Family Limited Partnership II this 7th day of February, 2000.

THE PURITA FAMILY LIMITED
PARTNERSHIP II

PURITA FAMILY CORP., General Partner

By: Mary A. Purita
Mary A. Purita, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA :

SS:

COUNTY OF PALM BEACH :

I hereby certify that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared MARY A. PURITA, to me known to be the person described in and who executed the foregoing Certificate of Limited Partnership, and she acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 7 day of February, 2000.

My commission expires:



Susan J. Flohr
MY COMMISSION # CC794407 EXPIRES
December 2, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

Susan J. Flohr
Name: Susan J. Flohr
Notary Public

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TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned, constituting the general partner of THE PURITA FAMILY LIMITED PARTNERSHIP II, a Florida Limited Partnership, certify as follows: --

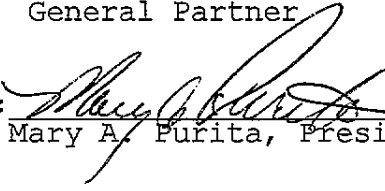
The amount contributed and anticipated to be contributed by the limited partners at this time totals Two Million, Five Hundred Thirty-Six Thousand Dollars (\$2,536,000).

FURTHER AFFIANT SAYETH NOT.

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

THE PURITA FAMILY LIMITED
PARTNERSHIP II

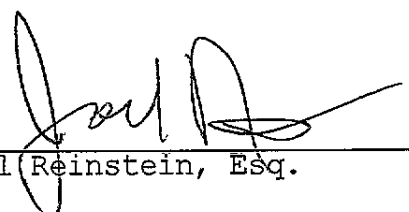
BY: PURITA FAMILY CORP.
General Partner

By: 
Mary A. Purita, President

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TALLAHASSEE FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for The Purita Family Limited Partnership II, 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 for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.



Joel Reinstein, Esq.

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TALLAHASSEE FLORIDA