

A0000000480

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 MAR 15 PM 5:20

RECEIVED

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000011826 5))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : COHEN, CHASE, & HOFFMAN, P.A.  
Account Number : 102450002675  
Phone : (305) 670-0201  
Fax Number : (305) 670-6152

00 MAR 15 PM 5:00

SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

RICHARDS CAPITAL, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$1,837.50

00 MAR 15 PM 5:00

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
RICHARDS CAPITAL, LTD.  
a Florida limited partnership**

The undersigned General Partner of Richards Capital, Ltd. (the "Partnership"), desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620, Part I of the Florida Statutes, hereby states the following:

1. The name of the Partnership is RICHARDS CAPITAL, LTD.
2. The address of the office of the Partnership is 13271 SW 57 Court, Miami, Florida 33156.
3. The name and address of the registered agent for service of process on the Partnership is Victor M. Richards, 13271 SW 57 Court, Miami, Florida 33156.
4. The name and business address of the General Partner is VSH Capital, Inc., 13271 SW 57 Court, Miami, Florida 33156. P00000020004
5. The mailing address of the Partnership is 13271 SW 57 Court, Miami, Florida 33156.
6. The latest date upon which the Partnership shall dissolve is January 31, 2050.

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 Richards Capital, Ltd., this 25 day of February, 2000.

RICHARDS CAPITAL, LTD.

By: VSH Capital, Inc.,  
General Partner

By: Victor M. Richards  
Victor M. Richards, President

H00000011826

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Richards Capital, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, 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.

*Victor M. Richards*  
VICTOR M. RICHARDS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Victor M. Richards, President of VSH Capital, Inc., the General Partner of Richards Capital, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", certifies as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is \$ 8,000,000.
2. It is anticipated that the limited partners will make additional capital contributions of \$ 0 to the Partnership.

RICHARDS CAPITAL, LTD.

By: VSH Capital, Inc.,  
General Partner

By: *Victor M. Richards*  
Victor M. Richards, President

00 MAR 15 PM  
STATE OF FLORIDA  
SECRETARY OF STATE

K:\USERS\PARAVEL\B\N\RICHARDS\CAPITAL\LTD\CE111F

H00000011826