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AVENTURA OFFICE

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AVENTURA, FLORIDA 33180  
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March 14, 2000

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

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Re: S.C. Badanes Limited  
Partnership

A-482

Dear Sir:

Enclosed herewith please find the original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for the S.C. BADANES LIMITED PARTNERSHIP, a Florida limited partnership.

In addition to the above, enclosed please find our check in the amount \$1,837.50 payable to the "Secretary of State" to cover the filing fee, cost of certified copy of Limited Partnership and designation of registered agent. Please return same to our office as soon as possible.

Thank you for your cooperation herein.

Sincerely yours,

*Philip Mondschein*

Philip H. Mondschein

PHM/lk  
Enclosures

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MAR 14 2000  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP OF THE**

**S.C. BADANES LIMITED PARTNERSHIP**

**A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partners desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.108 of the Florida Statutes, hereby state the following:

1. The name of the Limited Partnership is the S.C. BADANES LIMITED PARTNERSHIP.
2. The business address of the Limited Partnership is 600 S.W. 21<sup>st</sup> Road, Miami, Florida 33129.
3. The name and address of the registered agent for service of process on the Partnership is Samuel Badanes, 600 S.W. 21<sup>st</sup> Road, Miami, Florida 33129
4. I, Samuel Badanes, registered agent for the S.C. BADANES LIMITED PARTNERSHIP hereby agree to accept designation as Registered Agent for service of process.
5. The mailing address of the Limited Partnership is 600 S.W. 21<sup>ST</sup> Road, Miami, Florida 33129

6. The latest date upon which the S.C. BADANES LIMITED PARTNERSHIP is to be dissolved is January 31, 2030.

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TALLAHASSEE FLORIDA

7. The name and business address of each general partner is as follows:

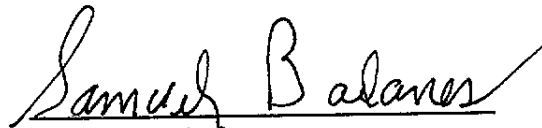
SAMUEL BADANES, 600 S.W. 21<sup>ST</sup> Road, Miami, Florida 33129

CLARICE BADANES, 600 S.W. 21<sup>ST</sup> Road, Miami, Florida 33129

Under penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed the 17<sup>th</sup> day of March, 2000.

**GENERAL PARTNERS**

  
Samuel Badanes

  
Clarice Badanes

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**FOR THE**

**S.C. BADANES LIMITED PARTNERSHIP**

The undersigned, Samuel Badanes and Clarice Badanes, constituting the general partners of the S.C. BADANES LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

1. The amount of capital contributions made to date by the limited partners is \$9,600.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$3,000,000.

Signed this 7<sup>th</sup> day of March, 2000.

**FURTHER AFFIANT SAYETH NOT**

Under the penalties of perjury we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

**GENERAL PARTNERS**

Samuel Badanes  
Samuel Badanes

Clarice Badanes  
Clarice Badanes

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