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ALAN A. TEMPKINS

March 23, 2000

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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: Harmon Family Partnership, Ltd.
Our File No. B90.001

Dear Sir or Madam:

Enclosed for filing with the Secretary of State is the Certificate and Affidavit of Florida Limited Partnership of Harmon Family Partnership, Ltd. Please note that the effective date of the Partnership is **April 1, 2000.** Also enclosed is our firm's check number 24178 payable to Secretary of State in the amount of $1,793.75 for payment as follows:

Filing fees	$1,750.00
Registered Agent Designation	35.00
Certificate of Status	8.75
Total	$1,793.75

EFFECTIVE DATE
4/1/00

Should you have any questions, please do not hesitate to call our office.

Very truly yours,

Jeanette Ruiz
Legal Assistant

FILED
00 MAR 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name 3/31/00
Availability dce
Document Examiner
Updater
Enclosures
Updater Verifyer Ana C. Harris, Esq.
F:\DATA\HARMON\SECSTATE.FIL
Acknowledgement DCC
W. P. Verifyer DCC

TC $2,000.00

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1 page

CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED PARTNERSHIP OF HARMON FAMILY PARTNERSHIP, LTD.

EFFECTIVE DATE 4/1/00

HAROLD HARMON and FLORENCE HARMON (the "General Partners") hereby make, acknowledge, and file this Certificate of Limited Partnership (the "Certificate") for HARMON FAMILY PARTNERSHIP, LTD., hereinafter referred to as the "Partnership".

1. Name of Partnership: The name of the Partnership is HARMON FAMILY PARTNERSHIP, LTD.

2. Mailing Address and Principal Place of Business of the Limited Partnership: The mailing address of the Limited Partnership is 2 Grove Isle Drive, Apt 510, Coconut Grove, Florida 33133, and the principal place of business of the Limited Partnership is 2 Grove Isle Drive, Apt 510, Coconut Grove, Florida 33133.

FILED
00 MAR 28 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3. Name and Business Address of General Partner: The names and business addresses of the General Partners in the Partnership are as follows:

HAROLD HARMON	FLORENCE HARMON
2 Grove Isle Drive, Apt 510	2 Grove Isle Drive, Apt 510
Coconut Grove, Florida 33133	Coconut Grove, Florida 33133

4. Effective Date: The Partnership will become effective on April 1, 2000 and shall terminate and dissolve no later than December 31, 2045.

5. Agent and Address for Service of Process: The Agent for service of process on the Partnership shall be James R. Sloto, Esq., Mishan, Sloto, Greenberg & Hellinger, P.A., 200 S. Biscayne Blvd., Suite 2350, Miami, Florida 33131.

This instrument prepared by:
Ana C. Harris, Esq.
Florida Bar No. 705403
Mishan, Sloto, Greenberg & Hellinger, P.A.
200 S. Biscayne Blvd., Suite 2350
Miami, FL 33131
(305) 379-1792

6. Capital Contributions: The undersigned herewith affirms that the total amount of Capital Contributions which the Limited Partners have contributed to date or shall contribute is $2,000,000.00.

7. Anticipated Additional Contributions: No additional contributions are anticipated, other than as set forth in paragraph 6.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and seal and swears to the foregoing as of the 23 day of MARCH, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNERS:

HAROLD HARMON

Florence Harmon
FLORENCE HARMON

FILED
00 MAR 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

The foregoing instrument was executed in my presence by **HAROLD HARMON and FLORENCE HARMON**, who are personally known to me or who produced _____ as identification, this 23 day of MARCH, 2000.

OFFICIAL NOTARY SEAL
JAMES R SLOTO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC699003
MY COMMISSION EXP. DEC. 27,2001

Print Name: _____
Notary Public, State of Florida

My commission expires:

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed limited partnership named in the Certificate and Affidavit of Limited Partnership hereinabove set forth and do hereby further state that I may be found as registered agent for service of process upon said proposed corporation at the address set forth in paragraph 5 of this Certificate.

Dated this 23 day of MARCH, 2000.

Registered Agent

By: _____
JAMES R. SLOTO

FILED
00 MAR 29 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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