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Florida Department of State

Division of Corporations

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To: Division of Corporations
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From: Account Name : COBB & EBIN P.A.
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 22 PM 2:09

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FLORIDA LIMITED PARTNERSHIP

NISAN REALTY LTD.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAY 22 AM 8:50

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Certificate of Status	1
Certified Copy	1
Page Count	04
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

NISAN REALTY LTD.

The undersigned, acting as organizer of a Limited Partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986) hereby adopts the following certificate for such Limited Partnership:

- 1. The name of the Limited Partnership is NISAN REALTY LTD.
- 2. (a) The address of the office of the Partnership at which the records required to be maintained by Fla. Stat. §620.105 shall be maintained is:

c/o Thomas C. Cobb, Esq.
 Cobb & Ebin P.A.
 1399 S.W. First Avenue, Suite 301
 Miami, FL 33130

- (b) The name and address of the Limited Partnership agent for service of process upon the Partnership, required to be maintained by Fla. Stat. §620.105, is:

Thomas C. Cobb, Esq.
 Cobb & Ebin P.A.
 1399 S.W. First Avenue, Suite 301
 Miami, Florida 33130

This Instrument Prepared by:
 Thomas C. Cobb, Esq.
 Florida Bar No. 113517
 Cobb & Ebin P.A.
 1399 SW First Avenue
 Suite 301
 Miami, FL 33130
 (305) 377-0223

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 TALLAHASSEE, FLORIDA

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3. The name and the business address of the sole general partner is:

Name:

DALFEN SUNPLEX ENTERPRISES INC., a corporation organized under the laws of Canada and authorized to transact business in Florida

Address:

F96-4565

Attention: Murray Dalfen, President
4444 Ste-Catherine ouest, Suite 100
Westmount, Quebec H3Z 1R2

4. The mailing address for the Partnership is:

c/o Dalfen Sunplex Enterprises Inc.
ATTN: Murray Dalfen, President
4444 Ste-Catherine ouest, Suite 100
Westmount, Quebec H3Z 1R2

5. The term of the Partnership shall commence on the date of the filing of this Certificate of Limited Partnership with the Secretary of State of Florida and shall continue until May 31, 2020, unless sooner terminated as provided in the Limited Partnership Agreement.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been duly executed by the General Partner as of the 18 day of MAY, 2000.

General Partner:

DALFEN SUNPLEX ENTERPRISES, INC., a corporation organized under the laws of Canada and authorized to transact business in the State of Florida

Witnesses:

Daniela Carlisi
Print Name: Daniela Carlisi

A. Mancieri
Print Name: A. Mancieri

By: *Fred Tkalec*
Fred Tkalec, Vice President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COMMONWEALTH OF CANADA)
):SS
PROVINCE OF QUEBEC)

The foregoing Certificate of Partnership for NISAN REALTY LTD., was acknowledged before me this 18 day of May, 2000, by Fred Tkalec, who is personally known to me or has produced _____ as identification, as Vice President of DALFEN SUNPLEX ENTERPRISES INC., a corporation organized under the law of Canada and authorized to transact business in Florida, on behalf of the corporation as general partner of NISAN REALTY LTD.

G. P. Radu
Print Name: Gloria Shari Nsky
Commissioner of Oaths #100-026

(SEAL)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Partnership, at the place designated in this Certificate of Limited Partnership, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Thomas C. Cobb
Thomas C. Cobb

Dated: 5/22, 2000

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TALLAHASSEE, FLORIDA

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