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Office Use Only

### CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

CR2E031(7/97)

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## CERTIFICATE OF LIMITED PARTNERSHIP OF MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, do hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

- 1. NAME. The name of the limited partnership ("Partnership") is MICHAEL FERRERA FAMILY LIMITED PARTNERSHIP.
- 2. REGISTERED OFFICE. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 6601 Lyons Road, Suite C-1, Coconut Creek, FL 33073.
- 3. REGISTERED AGENT. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is MICHAEL J. FERRERA, 6601 Lyons Road, Suite C-1, Coconut Creek, FL 33073.
- 4. <u>NAMES AND ADDRESSES OF GENERAL PARTNERS</u>. The names and addresses of the General Partners are:

NAME:	ADDRESS:
Michael J. Ferrera, as Trustee of the Michael J. Ferrera Trust dated June 15, 1972, as amended	6601 Lyons Road, Suite C-1 Coconut Creek, FL 33073
Tiffany Sasser	6601 Lyons Road, Suite C-1 Coconut Creek, FL 33073.

- 5. MAILING ADDRESS. The mailing address for the Partnership is 6601 Lyons Road, Suite C-1, Coconut Creek, FL 33073.
- 6. <u>DISSOLUTION OF PARTNERSHIP</u>. The Partnership shall exist in perpetuity, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. All of the Partnership's acts and decisions shall be authorized by the written consent of the General Partners.

IN WITNESS WHEREOF, the undersigned, being the General Partners of the Partnership, have duly executed this Certificate of Limited Partnership of MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP, this 10 day of June 2000, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

This Certificate of Limited Partnership shall be effective upon filing.

**GENERAL PARTNERS:** 

Michael J. Ferrera, as Trustee of the Michael L. Ferrera Trust, dated June

15, 1972, as amended

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

Michael V Ferrera

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### AFFIDAVIT DECLARING AMOUNT OF CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP

BEFORE ME, the undersigned, constituting all of the General Partners of MICHAEL J. FERRERA FAMILY LIMITED PARTNERSHIP ("Partnership"), a Florida limited partnership, certify as follows:

Upon the formation of the Partnership, the general and limited partners' equity contributions of cash and property to the Partnership is \$10,000. It is anticipated that additional equity contributions of cash and property in the amount of \$2,000,000 will be made by the general and limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

#### FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNERS

Michael J. Ferrera, as Trustee of the Michael J. Ferrera Trust, dated June,

15, 1972, as amended

Tiffany Kagser