Division of Corporations

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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)922-4003

From:

Account Name : STEARNS WEAVER MILLER, ET AL.

Account Number : 076077002504 Phone : (305)789-3200 Fax Number : (305)789-3395

FLORIDA LIMITED PARTNERSHIP

N & N Partners, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	03
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07/24/2000

### **MEMORANDUM**

TO:

Florida Department of State

FROM:

Jackie Gerstenfeld

RE:

N & N Partners, Ltd.

DATE:

July 24, 2000

The Articles of Incorporation for N & N Partners, Inc., the general partner of the above-referenced limited partnership, were filed earlier today. Please file the attached Certificate of Limited Partnership upon the filing of the general partner's Articles of Incorporation.

If you have any questions, please call me at 305-789-3545. Thank you for your assistance with this matter.

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## CERTIFICATE OF LIMITED PARTNERSHIP

#### OF

## N & N PARTNERS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of N & N PARTNERS, LTD., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

N & N PARTNERS, LTD.

2. The office and principal place of business for the Partnership currently is:

1750 East Sunrise Boulevard Fort Lauderdale, Florida 33304

The name and address of the agent for service of process on the Partnership is: 3.

Glen R. Gilbert 1750 East Sunrise Boulevard Fort Lauderdale, Florida 33304

4. The name and address of/the sole General Partner of the Partnership is:

N & N Partners, Inc. P00000070208 1750 East Sunrise Boulevard Fort Lauderdale, Florida 33304

5. The mailing address of the Partnership is:

1750 East Sunrise Boulevard

6.

Filed by: Alison W. Miller, Florida Bar No. 220132 Steams Weaver Miller, et al 150 West Flagler Street, Suite 2200 Miami, Florida 33130 Telephone: 305-789-3200

Facsimile: 305-789-3395

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IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as sole General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: July <u>21</u>, 2000

N & N PARTNERS, INC., a Florida corporation, its General Partner

# ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Glen R. Gilbert hereby accepts his appointment as registered agent for N & N Partners, Ltd., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: July 1, 2000

Glen R. Gilbert Registered Agent

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SECRETARY OF STATE
AND AND ASSEC, FLORIDA

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA	)
COUNTY OF BROWARD	) SS:

BEFORE ME, the undersigned authority, personally appeared Glen R. Gilbert as Executive Vice President of N & N Partners, Inc., a Florida corporation, as sole General Partner of N & N Partners, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

- 1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$100.00.
- 2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

N & N PARTNERS, INC., a Florida corporation, its General Partner

By:
Glen R. Gilbert Executive Vice President

The foregoing instrument was acknowledged before me this \( \frac{1}{2} \) day of July, 2000, by Glen R. Gilbert as Executive Vice President of N&N Partners, Inc., a Florida corporation, as sole General Partner of N&N Partners, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Sheiki R. Schoefer
MY COMMISSION & CC893475 EXPIRES
December 7, 2003
SONDED THRU TROY FAIR INSURANCE INC.

Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

FILED

Diffiles/Venture Partners/N&N Partners/CERTIFICATE-LP.wpd