



THE UNITED STATES
CORPORATION
COMPANY

A00000001224

ACCOUNT NO. : 072100000032

REFERENCE : 786248 11489A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 1837.50

00 AUG -4 PM 2:40
DIVISION OF CORPORATIONS
UNITED STATES

ORDER DATE : August 3, 2000

ORDER TIME : 11:30 AM

ORDER NO. : 786248-005

CUSTOMER NO: 11489A

CUSTOMER: Steven P. Oppenheim, Esq
Oppenheim & Associates

Suite 1115
800 Brickell Ave.
Miami, FL 33131

(6)

DOMESTIC FILING

NAME: SHERKIN FAMILY LIMITED
PARTNERSHIP

900003345339--1

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS: *BK 8/4*

RECEIVED
00 AUG -3 PM 12:22
DIVISION OF CORPORATIONS
UNITED STATES



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 3, 2000

JEANINE REYNOLDS
CSC
TALLAHASSEE, FL

RESENT

SUBJECT: SHERKIN FAMILY LIMITED PARTNERSHIP
Ref. Number: W00000019338

We have received your document for SHERKIN FAMILY LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$1837.50. However, the document has not been filed and is being returned for the following:

When the general partner is a trust, you have two choices. Either you can identify the trustee or trustees in Item 4. If you decide to do this, You would list the trustee name first. For instance "SANDRA FENTIN, TRUSTEE OF THE JEANETTE SHERKIN REVOCABLE LIVING TRUST."

And then you would understand that we are going to list the trustee's name in the general partner field on our computer data base.

Most people opt for this choice.

But if you don't want to do this, then you'll have to file a Fictitious Name Registration on the name of the trust before we can file this limited partnership.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 300A00042192

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG - 4 PM 1:44

CERTIFICATE OF LIMITED PARTNERSHIP
OF
SHERKIN FAMILY LIMITED PARTNERSHIP

SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG -4 PM 2:40

The undersigned certifies and swears in this Certificate of Limited Partnership to the following:

1. NAME OF LIMITED PARTNERSHIP.

The name of the Limited Partnership is **SHERKIN FAMILY LIMITED PARTNERSHIP.**

2. MAILING AND BUSINESS ADDRESSES OF PARTNERSHIP.

The mailing and business addresses of the Limited Partnership and the location of its principal place of business is as follows:

800 Brickell Avenue, Suite 1115
Miami, Florida 33131

3. REGISTERED AGENT AND REGISTERED OFFICE.

The name and address of the agent for service of process is as follows:

Steven P. Oppenheim, Esq.
800 Brickell Avenue, Suite 1115
Miami, Florida 33131

4. GENERAL PARTNER OF LIMITED PARTNERSHIP.

The name and business address of the General Partner of the Limited Partnership is as follows:

SANDRA FENTIN, TRUSTEE OF
THE JEANETTE SHERKIN REVOCABLE LIVING TRUST
dated the 9th day of March, 1990, as amended
800 Brickell Avenue, Suite 1115
Miami, Florida 33131

5. DISSOLUTION OF LIMITED PARTNERSHIP.

The latest date upon which the Limited Partnership is to

be dissolved is December 31, 2030, as provided for in the Partnership Agreement of the Limited Partnership.

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

Signed this 30 day of MAY, 2000.

General Partner:

THE JEANETTE SHERKIN REVOCABLE LIVING TRUST dated the 9th day of March, 1990, as amended

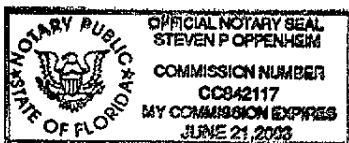
By: Sandra Fentin (SEAL)
SANDRA FENTIN, Trustee

STATE OF FLORIDA)
) ss:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me, a notary public, in and for said County and State, by SANDRA FENTIN, as a Trustee of THE JEANETTE SHERKIN REVOCABLE LIVING TRUST dated the 9th day of March, 1990, as amended, the sole General Partner of the SHERKIN FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, this 30th day of May, 2000.

Steven P Oppenheim
Notary Public
State of Florida at Large

My commission expires:



SECRET
FILED
DIVISION OF CORPORATIONS
00 AUG -4 PM 2:40

DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

The undersigned, STEVEN P. OPPENHEIM, ESQ., having been named in the Certificate of Limited Partnership as Registered Agent to accept Service of Process for **SHERKIN FAMILY LIMITED PARTNERSHIP**, with a registered office at 800 Brickell Avenue, Suite 1115, Miami, Florida 33131, I hereby accept appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Steven P. Oppenheim, Esq.

DATED: May 30, 2000.

AFFIDAVIT OF
CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

RECEIVED
DIVISION OF CORPORATIONS
00 AUG -4 PM 2:40

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

BEFORE ME, the undersigned authority, personally appeared, SANDRA FENTIN, as a Trustee of THE JEANETTE SHERKIN REVOCABLE LIVING TRUST dated the 9th day of March, 1990, as amended, the sole General Partner of SHERKIN FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, who is personally known to me, who upon being duly sworn, deposes and says:

1. The amount of the capital contributions to date of the limited partners is \$ 1,295,705. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,295,705.

2. FURTHER AFFIANT SAYETH NOT.

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

Signed this 30 day of MAY, 2000.

General Partner:

THE JEANETTE SHERKIN REVOCABLE
LIVING TRUST dated the 9th day of
March, 1990, as amended

By: Sandra Fentin (SEAL)
SANDRA FENTIN, Trustee

Sworn to and subscribed before me, a notary public, in and for said County and State, by SANDRA FENTIN, as a Trustee of THE JEANETTE SHERKIN REVOCABLE LIVING TRUST dated the 9th day of March, 1990, as amended, the sole General Partner of the SHERKIN FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, this 30 day of May, 2000.

Steven P. Oppenheim
Notary Public
State of Florida at Large

My commission expires:

