

The General Partnership is also being formed today. Thanks you - Julie

A00000001250

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H00000042020 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : BROAD AND CASSEL (BOCA RATON)
Account Number : 076376001555
Phone : (561) 483-7000
Fax Number : (561) 483-7321

FLORIDA LIMITED PARTNERSHIP

WUP PARTNERS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$87.50

A00-1250

Name	<i>8-10</i>
Address	<i>JK</i>
City	<i>JK</i>
State	<i>JK</i>
Zip	<i>JK</i>
Agency	<i>JK</i>
W.P. Verifier	<i>JK</i>

FILED

00 AUG 10 PM 12:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 10 PM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Fax Audit Number: H00000042020 8

FILED
00 AUG 10 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
WUP PARTNERS, LTD.,
a Florida limited partnership**

The undersigned general partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is WUP Partners, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
3. The name and address of the agent for service of process on the Partnership is WUP Equity Corp., 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.

4. The name and business address of each general partner is as follows:

WUP Equity Corp., 2300 Glades Road, Suite 100E
Boca Raton, Florida 33431

900-75873

5. The mailing address of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
6. The latest date upon which the Partnership will dissolve is December 31, 2099.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of WUP Partners, Ltd. this 10th day of August, 2000.

GENERAL PARTNER:

WUP EQUITY CORP.,
a Florida corporation

By: 
George B. Ligeti
Vice President

Fax Audit Number: H00000042020 8

AUG 10 '00 09:01AM BROAD AND CASSEL

P.3

Fax Audit Number: H00000042020 8

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for WUP Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

00 AUG 10 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

REGISTERED AGENT

WUP Equity Corp.,
a Florida corporation

By: _____


George B. Ligeti
Vice President

Fax Audit Number: H00000042020 8

Fax Audit Number: H00000042020 8

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of WUP Partners, Ltd., a Florida limited partnership, certifies as follows:

FIRST: The amount of capital contributions to date of the limited partners is \$100.

SECOND: The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 10 day of August, 2000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

WUP Equity Corp.,
a Florida corporation

By: _____

George B. Ligeti
Vice President

00 AUG 10 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Fax Audit Number: H00000042020 8