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**LAW OFFICES OF
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August 15, 2000

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VIA PRIORITY FEDERAL EXPRESS

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Harding Family Investments, Ltd.

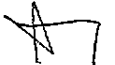
Dear Sir/Madam:

Enclosed please find one (1) original and one (1) copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for each limited partnership referenced above. Please file the originals and return the copies stamped with the date and time the documents have been accepted for filing. I have enclosed a self-addressed, stamped envelope for the return of the requested documents, along with a check in the amount of \$87.50 to cover the required filing fee.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

MAYER, KENNEDY & RANDOLPH

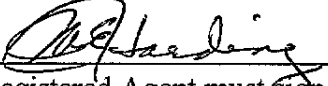

Paul T. Trinley

PTT/tas
Enclosures
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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HARDING FAMILY INVESTMENTS, LTD.**

1. HARDING FAMILY INVESTMENTS, LTD.
(Name of Limited Partnership; must contain suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 2801 Ponce de Leon Blvd., Suite 680, Coral Gables, Florida 33134
(The Business Address of the Limited Partnership)
3. Maria-Elena B. Harding
(Name of Registered Agent for Service of Process)
4. 2801 Ponce de Leon Blvd., Suite 680, Coral Gables, Florida 33134
(Florida Street Address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 2801 Ponce de Leon Blvd., Suite 680, Coral Gables, Florida 33134
(The Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is January 1, 2047.

8. NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
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JOHN A. HARDING AND MARIA-ELENA
B. HARDING TENANCY BY THE
ENTIRETY REVOCABLE TRUST DATED
FEBRUARY 5, 1996

8836 NW 151st Terrace
Miami Lakes, FL 33093

Signed this 10th day of August, 2000

Signature of all General Partners:

JOHN A. HARDING AND MARIA-ELENA
B. HARDING TENANCY BY THE ENTIRETY
REVOCABLE TRUST DATED FEBRUARY 5, 1996

By: 

Maria-Elena B. Harding, Trustee

GENERAL PARTNER

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of HARDING FAMILY INVESTMENTS, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$990.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$990.

This 10th day of August, 2000.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

JOHN A. HARDING AND MARIA-ELENA B. HARDING TENANCY BY THE ENTIRETY REVOCABLE TRUST DATED FEBRUARY 5, 1996

By: _____

Maria-Elena B. Harding, Trustee

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TALLAHASSEE, FLORIDA