



THE UNITED STATES
CORPORATION
COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 846735 83930A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
00 SEP 28 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : September 28, 2000

ORDER TIME : 1:17 PM

ORDER NO. : 846735-005

CUSTOMER NO: 83930A

9000003408849-13
-09/29/00--01002--008
****962.50 ****962.50

CUSTOMER: Ms. Linda Lacertosa
Frazier Hotte & Associates, Pa

Suite 826
2400 East Commercial Boulevard
Ft. Lauderdale, FL 33308

DOMESTIC FILING

NAME: GCTMT, LTD.

EFFECTIVE DATE:

5

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

RECEIVED
00 SEP 28 PM 2:30
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LP - 910.00
CERT 52.50

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
GCTMT, LTD.**

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

1. The name of the limited partnership ("Partnership") is GCTMT, LTD.
2. The address of the office in the State of Florida, which will keep the records of the Partnership required to be maintained by §620.106 of the Florida Revised Uniform Limited Partnership Act (1986) ("Act") is:

8890 West Oakland Park Boulevard
Suite 201
Fort Lauderdale, Florida 33351

3. The name and address of the agent for service of process required to be maintained by §620.105(2) of the Act is:

Robert W. Frazier, Jr., Esq.
Frazier, Hotte & Associates, P.A.
2400 East Commercial Boulevard
Suite 826
Fort Lauderdale, Florida 33308

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4. The names and business addresses of the General Partner of the Partnership is as follows:

GENERAL PARTNER

BUSINESS ADDRESS

Echion U.S.A., Inc.

8890 W. Oakland Park Boulevard
Suite 201
Fort Lauderdale, Florida 33351

m 89571

5. The mailing address for the Partnership is as follows:

8890 West Oakland Park Boulevard
Suite 201
Fort Lauderdale, Florida 33351

6. The latest date upon which the Partnership is to dissolve is January 1, 2031, unless otherwise continued in accordance with the terms of an amendment to this Certificate

of Limited Partnership.

IN WITNESS WHEREOF, the undersigned, being the General Partner of
GCTMT, LTD. has hereunto subscribed its hands and seals to this Certificate dated on this
27 day of Sept, 2000.

GENERAL PARTNER:

Echion U.S.A., Inc., a Florida corp.

By: [Signature]
DANIEL HOTTE, PRESIDENT

Subscribed and sworn to before me this 27 day of Sept, 2000 by Daniel
Hotte, as President of Echion U.S.A., Inc., who is personally known to me.

[Signature]
Notary Public-State of Florida

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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERSHIP OF
GCTMT, LTD.**

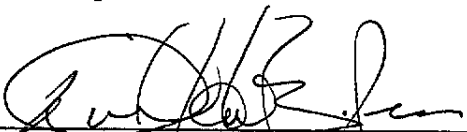
STATE OF FLORIDA)
 : ss
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Daniel Hotte, President of Echion U.S.A., Inc., General Partner of GCTMT, LTD. ("Partnership"), a Florida limited partnership, who, being first duly sworn, states as follows:

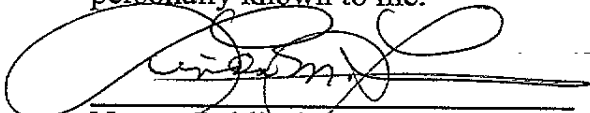
The Limited Partners' contributions to the Partnership total One Hundred Twenty Five Thousand (\$125,000.00) Dollars at this time and no future contributions of limited partners are to be anticipated.

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

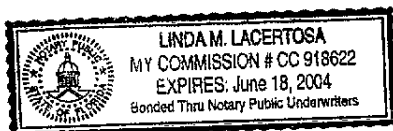
GENERAL PARTNER: Echion U.S.A., Inc., a Florida corporation

By: 
Daniel Hotte, President

Subscribed and sworn to before me
this 27 day of Sept, 2000
by Daniel Hotte, as President of
Echion U.S.A., Inc., and who is
personally known to me.


Notary Public, State of Florida

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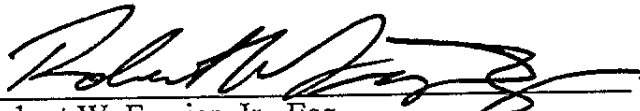


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TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN CERTIFICATE OF LIMITED PARTNERSHIP
GCTMT, LTD.**

The undersigned, ROBERT W. FRAZIER, JR., ESQ., having a place of business at 2400 East Commercial Boulevard, Suite 826, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the Certificate of Limited Partnership of GCTMT, Ltd., am familiar with and accept the obligations of the position of Registered Agent of GCTMT, Ltd., under Chapter 620, Florida Statutes.

Dated this 27 day of Sept, 2000.


Robert W. Frazier, Jr., Esq.

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