



A00000001557

ACCOUNT NO. : 072100000032  
REFERENCE : 861209 4329904  
AUTHORIZATION : Patricia Pignato  
COST LIMIT : \$ 1785.00

ORDER DATE : October 12, 2000  
ORDER TIME : 10:07 AM  
ORDER NO. : 861209-010  
CUSTOMER NO: 4329904

500003422705--3

CUSTOMER: Julie A. Webster, Legal Asst  
Broad And Cassel

Suite 300  
7777 Glades Road  
Boca Raton, FL 33434

FILED  
00 OCT 12 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: FEDERAL PARTNERSHIP HOLDINGS,  
LTD.

\*\*\*FILE 2ND\*\*\*

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133  
EXAMINER'S INITIALS: \_\_\_\_\_

A00-1557  
QR

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00 OCT 12 AM 10:44  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Fax Audit Number: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**FEDERAL PARTNERSHIP HOLDINGS, 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 Federal Partnership Holdings, Ltd. (the "Partnership").

2. The address of the office of the Partnership is 1424 N.W. Lejeune Road, Miami, Florida 33126.

3. The name and address of the agent for service of process on the Partnership is Federal Partnership Holdings, Inc., 1424 N.W. Lejeune Road, Miami, Florida 33126.

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

Federal Partnership Holdings, Inc.  
1424 N.W. Lejeune Road, Miami, Florida 33126

5. The mailing address of the Partnership is 1424 N.W. Lejeune Road, Miami, Florida 33126.

6. The latest date upon which the Partnership will dissolve is December 31, 2060.

7. The Partnership was previously a Florida general partnership known as Federal Partnership (the "General Partnership"). The General Partnership was converted into a Florida limited partnership. The partners of the General Partnership unanimously approved the conversion of the General Partnership into the Partnership.

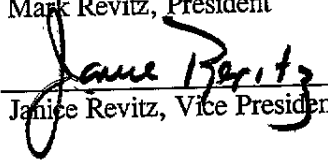
The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of Federal Partnership Holdings, Ltd. this 11<sup>th</sup> day of October, 2000.

GENERAL PARTNER:

Federal Partnership Holdings, Inc.,  
a Florida corporation

By:   
Mark Revitz, President

By:   
Janice Revitz, Vice President

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Federal Partnership Holdings, 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.

#### REGISTERED AGENT:

Federal Partnership Holdings, Inc.,  
a Florida corporation

By: \_\_\_\_\_

Mark Revitz, President

By: \_\_\_\_\_

Janice Revitz, Vice President

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### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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

FIRST: The amount of capital contributions to date of the limited partners is \$2,000,000.

SECOND: The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2,000,000.

Executed this 11<sup>th</sup> day of October, 2000.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

Federal Partnership Holdings, Inc.,  
a Florida corporation

By: 

Mark Revitz, President

By: 

Janice Revitz, Vice President

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