

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-522-8022 • Fax (850) 224-1222

A00000001816

33 Mansell Associates
Ltd.

100003481701--4
-11/30/00-01033-022
***1855.00 ***1855.00

*~~File~~ Second *

LP - 1785.00
CERT 70.00

Signature _____

Requested by: LS

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- FILED**
NOV 30 PM 2:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
- ____ Art of Inc. File _____
 - ☒ LTD Partnership File _____
 - ____ Foreign Corp. File _____
 - ____ L.C. File _____
 - ____ Fictitious Name File _____
 - ____ Trade/Service Mark _____
 - ____ Merger File _____
 - ____ Art. of Amend. File _____
 - ____ RA Resignation _____
 - ____ Dissolution / Withdrawal _____
 - ____ Annual Report / Reinstatement _____
 - ☒ Cert. Copy _____
 - ____ Photo Copy _____
 - ☒ Certificate of Good Standing (x2) _____
 - ____ Certificate of Status _____
 - ____ Certificate of Fictitious Name _____
 - ____ Corp Record Search _____
 - ____ Officer Search _____
 - ____ Fictitious Search _____
 - ____ Fictitious Owner Search _____
 - ____ Vehicle Search _____
 - ____ Driving Record _____
 - ____ UCC 1 or 3 File _____
 - ____ UCC 11 Search _____
 - ____ UCC 11 Retrieval _____
 - ____ Courier _____

CERTIFICATE OF LIMITED PARTNERSHIP

OF

33 MANSELL ASSOCIATES, LTD.

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TALLAHASSEE, FLORIDA

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.101, et. seq. of the Florida Statutes, hereby states the following:

1. The name of the Partnership is 33 MANSELL ASSOCIATES, LTD.
2. The address of the office of the Partnership is 300 S.E. 2nd Street, Fort Lauderdale, Florida 33301.
3. The name and address of the agent for service of process on the Partnership is PATRICIA JONES, 300 S.E. 2nd Street, Fort Lauderdale, Florida 33309.
4. The name and business address of the General Partner is as follows:

33 MANSELL GP, INC.
300 S.E. 2nd Street
Fort Lauderdale, Florida 33301

000000110538

4. The mailing address of the Partnership is 300 S.E. 2nd Street, Fort Lauderdale, Florida 33309.
5. The latest date upon which the Partnership shall dissolve is December 31, 2050.
6. The total anticipated Capital Contributions to be paid into the Partnership is and shall be FIVE HUNDRED FORTY THOUSAND AND NO/100 (\$540,000.00) DOLLARS.

Under 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.

Signed this 28th day of November, 2000.

33 MANSELL GP, INC., general partner of 33
MANSELL ASSOCIATES, LTD.

By: 

Patricia Jones
Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for 33 MANSELL ASSOCIATES, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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:

By: 

PATRICIA JONES

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED constituting all of the general partners of 33 MANSELL ASSOCIATES, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$540,000.00.

No further limited partner contributions are anticipated at this time.

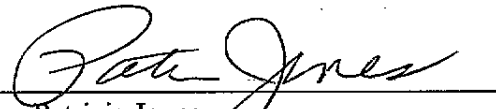
This 28th day of November, 2000.

FURTHER AFFIANT SAYETH NOT

Under 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

33 MANSELL GP, INC., general partner of 33
MANSELL ASSOCIATES, LTD.

By:


Patricia Jones
Vice President

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TALLAHASSEE, FLORIDA