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 Tallahassee, Florida 32301
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825190183750-U

December 6, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

A.D. Fischer Enterprises, Ltd.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

LP- 1785.00
 CERT 52.50

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

FILED
 00 DEC -6 AM 12:52
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

RECEIVED
 00 DEC -6 AM 10:14
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other Certificate of LP

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A.D. FISCHER ENTERPRISES, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

00 DEC -6 PM 2:52
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

1. The name of the Limited Partnership shall be A.D. FISCHER ENTERPRISES, LTD.

2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.

3. The location of the principal place of business is 10770 N.W. 66th Street, Apartment 303, Miami, Florida 33178. The name and address of the agent for service of process is Arthur D. Fischer, 10770 N.W. 66th Street, Apartment 303, Miami, Florida 33178.

4. The name and business address of the General Partner shall be as follows:

Arthur D. Fischer
10770 N.W. 66th Street
Apartment 303
Miami, Florida 33178

5. The mailing address for the Limited Partnership shall be as follows:

A.D. FISCHER ENTERPRISES, LTD.
10770 N.W. 66th Street
Apartment 303
Miami, Florida 33178

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the party hereto has executed this Certificate of Limited Partnership on the 29th day of November, 2000, effective upon filing same with the Florida Department of State.

A.D. FISCHER ENTERPRISES, L~~P~~^{LD}.

BY: Arthur D. Fischer
ARTHUR D. FISCHER, General Partner

FILED
NOV 29 PM 12:52
SECRETARY OF STATE
STATE OF FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 29th day of November, 2000, by ARTHUR D. FISCHER, who did execute the foregoing Certificate of Limited Partnership as General Partner, who is personally known to me ~~or who has provided _____ as identification,~~ and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Malcolm H. Neuwahl
Signature - NOTARY PUBLIC

Malcolm H. Neuwahl
Printed Name of NOTARY PUBLIC

Title  Malcolm H. Neuwahl
MY COMMISSION # CC681269 EXPIRES
October 3, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for A.D. FISCHER ENTERPRISES, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, ARTHUR D. FISCHER, 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


ARTHUR D. FISCHER

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared ARTHUR D. FISCHER, the general partner of A.D. FISCHER ENTERPRISES, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partner is \$100. The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$6,000,000.

This 29th day of November, 2000.

FURTHER AFFLIANT SAYETH NAUGHT.

Under 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.

A.D. FISCHER ENTERPRISES, LTD.

BY: Arthur D Fischer
ARTHUR D. FISCHER, General Partner

00 DEC -6 PM 12:52
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 29th day of November, 2000, by ARTHUR D. FISCHER, who did execute the foregoing Affidavit of Capital Contributions as General Partner, who is personally known to me ~~or who has provided~~ as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Malcolm H. Neuwahl
Signature - NOTARY PUBLIC

Malcolm H. Neuwahl
Printed Name of NOTARY PUBLIC
MY COMMISSION # 6661279 EXPIRES
October 3, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Stamp or Seal of Notary Public