

A 00000000

1962

FLEMING, HAILE & SHAW, P.A.
ATTORNEYS

TELEPHONE
(561) 627-8100

THREE GOLDEN BEAR PLAZA, SUITE 300
11780 U.S. HIGHWAY ONE
NORTH PALM BEACH, FLORIDA 33408

FACSIMILE
(561) 622-7603

December 12, 2000

Via Federal Express -

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

700003500187--7
-12/13/00--01092--004
*****273.00 *****273.00

RE: The Lubeck III Family Limited Partnership

Dear Sir or Madam:

I have enclosed the original Certificate of Limited Partnership and the Affidavit Declaring Capital Contributions for filing with your office. Also enclosed is a check in the amount of \$273.00 to cover the filing fee.

If you have any questions, please do not hesitate to call. I appreciate your assistance in this matter.

Very truly yours,

FLEMING, HAILE & SHAW, P.A.

By: Eugene F. Pollingue, Jr.
EUGENE F. POLLINGUE, JR., ESQ.

EFP/EJN
L500.001

FILED
00 DEC 13 AM 10:38
TALLAHASSEE, FLORIDA

42

**CERTIFICATE OF LIMITED PARTNERSHIP OF
THE LUBECK III FAMILY LIMITED PARTNERSHIP**

THE UNDERSIGNED, desiring to form a limited partnership (the "Partnership") in accordance with the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986 (the "Act"), do hereby sign and swear to this Certificate of Limited Partnership and the annexed Affidavit Regarding Capital Contributions, as follows:

1. The name of the Partnership is THE LUBECK III FAMILY LIMITED PARTNERSHIP.

2. The address of the office where the records of the Partnership are maintained as required by Section 620.106 of the Act is 1250 North Ocean Drive, Singer Island, FL 33404. The name and address of the registered agent of the Partnership upon whom process may be served is George Francis Lubeck, Jr., 1250 North Ocean Drive, Singer Island, FL 33404.

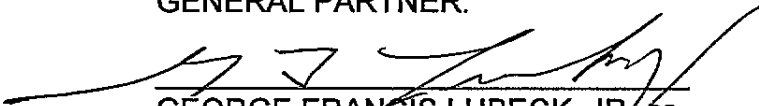
3. The name of the General Partner of the Partnership is GEORGE FRANCIS LUBECK, JR., as Trustee under Declaration of Trust dated July 11, 1997 FBO: George Francis Lubeck, Jr.. GEORGE FRANCIS LUBECK, JR.'s address is 1250 North Ocean Drive, Singer Island, FL 33404.

4. The mailing address of the Partnership is 1250 North Ocean Drive, Singer Island, FL 33404.

5. The latest date on which the Partnership is to be dissolved is December 31, 2025.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand this 11 day of DECEMBER, 2000.

GENERAL PARTNER:

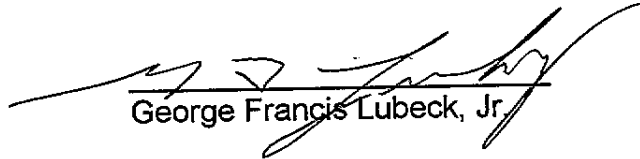


GEORGE FRANCIS LUBECK, JR. as
Trustee under Declaration of Trust
dated July 11, 1997 FBO: GEORGE
FRANCIS LUBECK, JR.

FILED
00 DEC 13 AM 10:38
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts his appointment as Registered Agent of the aforesaid Limited Partnership. He is familiar with, and accepts, the obligations of, Section 620 of the Florida Statutes.


George Francis Lubeck, Jr.

FILED

00 DEC 13 AM 10:38

3000 EAST HIGHWAY
TALLAHASSEE, FLORIDA

AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GEORGE FRANCIS LUBECK, JR., as Trustee under Declaration of Trust dated July 11, 1997 FBO: George Francis Lubeck, Jr., known to me, who being first duly sworn, did depose and say as follows:

1. He is the General Partner named in the Certificate of Limited Partnership of The Lubeck III Family Limited Partnership. He does make this Affidavit on behalf of the Partnership pursuant to the requirements of Section 620.108 of the Uniform Limited Partnership Act of 1986.

2. The amount of capital contributions of the Limited Partners of the Partnership is Thirty-Four Thousand Dollars (\$34,000.00). The total amount contributed and anticipated to be contributed by the limited partner(s) is a total of Thirty-Four Thousand Dollars (\$34,000.00).

By: 

Name: George Francis Lubeck, Jr.,
Trustee under Declaration of Trust
dated July 11, 1997 FBO: George
Francis Lubeck, Jr.

ACKNOWLEDGMENT

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

BEFORE ME personally appeared GEORGE FRANCIS LUBECK, JR.: who produced the following identification Veteran Id 146246574 who is personally known to me; and who acknowledged before me that he executed the foregoing Affidavit as his free act and deed for the uses and purposes set forth therein.

WITNESS my hand and official seal, at North Palm Beach, Florida, this 11 day of December, 2000.

SEAL:


Notary Public



Enid J. Nalerio
MY COMMISSION # CC824679 EXPIRES
June 18, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
00 DEC 13 AM 10:38
TALLAHASSEE, FLORIDA