

**A01000000 117**  
**POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.**

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January 15, 2001

Florida Department of State  
DIVISION OF CORPORATIONS  
Post Office Box 6327  
Tallahassee, Florida 32314

200003553242--1  
-01/18/01--01024--003  
\*\*\*140.00 \*\*\*140.00

Re: MKR#2, Ltd.

TO WHOM IT MAY CONCERN:

Enclosed are duplicate original Certificate of Limited Partnership for the above referenced corporation. Also enclosed is a check in the amount of \$140.00 to cover filing fees in the amount of \$52.50, cost for a certified copy in the amount of \$52.50 and cost for designation of registered agent in the amount of \$35.00.

If the Certificate of Limited Partnership are in order, would you please cause the certified copy to be returned to the attention of the undersigned.

Thank you for your assistance and cooperation.

Very truly yours,

POWELL, CARNEY, GROSS, MALLER & RAMSAY, P.A.

  
Linda C. Johnson  
Corporate Assistant

/lj

Enclosures: a/s

C:\1 CLIENTS\PCGMR Partners\MCI 019.wpd

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

52

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MKR #2, LTD.**

1. Name of Limited Partnership (name must contain a suffix such as "Limited", "Ltd." or "Limited Partner"):

**MKR #2, LTD.**

2. Business address of Limited Partnership:

5445 Mariner Street, Suite 107  
Tampa, Florida 33609

3. Name of the Registered Agent for service of process:

Wilherst Developers Inc

4. Florida street address for Registered Agent:

5445 Mariner Street, Suite 107  
Tampa, Florida 33609

5. The Registered Agent has signed this Certificate of Limited Partnership to accept the designation of Registered Agent for Service of Process.

6. Mailing address of Limited Partnership:

5445 Mariner Street, Suite 107  
Tampa, Florida 33609

7. Latest date upon which the Limited Partnership is to be dissolved: July 1, 2099.

8. Name and address of the sole General Partner:

Wilherst Developers Inc  
5445 Mariner Street, Suite 107  
Tampa, Florida 33609

996-101894  
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01 JAN 18 AM 9:31  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

Under penalty of perjury, we declare that we have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 8<sup>th</sup> day of January, 2001.

**GENERAL PARTNER:**

**REGISTERED AGENT:**

WILHERST DEVELOPERS INC

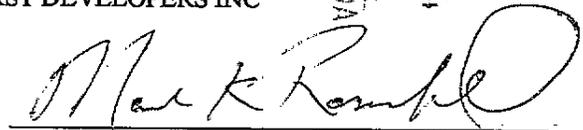
WILHERST DEVELOPERS INC

By:



Mark K. Rosenfeld  
Chairmand and Chief Executive Officer

By:



Mark K. Rosenfeld  
Chairman and Chief Executive Officer

Attest:



Mark K. Rosenfeld  
Secretary

Attest:



Mark K. Rosenfeld  
Secretary

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole general partner of **MKR #2, LTD.**, a Florida limited partnership, certifies:

The amount of capital contributions to date of the limited partner is: \$99.00.

The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$99.00.

Signed this 8<sup>th</sup> day of January, 2001.

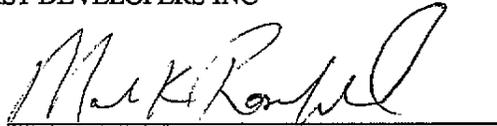
FURTHER AFFIANT SAYETH NOT.

Under penalty of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

**GENERAL PARTNER:**

**WILHERST DEVELOPERS INC**

By:



Mark K. Rosenfeld  
Chairman and Chief Executive Officer

Attest:



Mark K. Rosenfeld  
Secretary

FILED  
01 JAN 18 AM 9:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA