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Florida Department of State  
Division of Corporations  
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To:  
Division of Corporations  
Fax Number : (850)922-4003

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

## FLORIDA LIMITED PARTNERSHIP

Pacific Palms, Ltd.

Certificate of Status	1
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Page Count	05
Estimated Charge	\$96.25

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
PACIFIC PALMS, LTD.**

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is PACIFIC PALMS, LTD.
2. The address of the office of the Partnership is c/o Therrel Baisden, P.A., SunTrust International Center, One South East Third Avenue, Suite 2400, Miami, Florida 33131.
3. The name and address of the agent for service of process on the Partnership is JONATHAN FEUERMAN, ESQ., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.
4. The name and business address of the corporate General Partner is as follows:

ZERIMAR INTERNATIONAL, INC., 901-31512  
a Florida corporation  
c/o Therrel Baisden, P.A.  
SunTrust International Center  
One South East Third Avenue, Suite 2400  
Miami, Florida 33131

5. The mailing address of the Partnership is: c/o Therrel Baisden, P.A., SunTrust International Center, One South East Third Avenue, Suite 2400, Miami, Florida 33131.

6. The latest date upon which the Partnership shall dissolve is December 31, 2051.

7. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

8. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed

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TALLAHASSEE, FLORIDA

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in the Partnership name by (a) LUIS RAMIREZ, as President of ZERIMAR INTERNATIONAL, INC., a Florida corporation, as the General Partner of PACIFIC PALMS, LTD. or (b) KIMBERLY THOMPSON, as Vice President of ZERIMAR INTERNATIONAL, INC., a Florida corporation, as the General Partner of PACIFIC PALMS, LTD. or (c) an authorized corporate officer, of ZERIMAR INTERNATIONAL, INC., a Florida corporation, as General Partner of PACIFIC PALMS, LTD.

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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of PACIFIC PALMS, LTD. this 27 day of March, 2001.

## GENERAL PARTNER

ZERIMAR INTERNATIONAL, INC., a  
Florida corporation

By: [Signature]  
JONATHAN FEUERMAN,  
Vice President

## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for PACIFIC PALMS, 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: [Signature]  
JONATHAN FEUERMAN

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

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned authority, personally appeared LUIS RAMIREZ, as President of ZERIMAR INTERNATIONAL, INC., a Florida corporation, which is the General Partner of PACIFIC PALMS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", c/o Therrel Basiden, P.A., One S.E. 3<sup>rd</sup> Avenue, Ste. 2400, Miami, Florida 33131, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

LUIS RAMIREZ and KIMBERLY THOMPSON as Tenants by the Entireties	\$ 990.00
<hr/>	<hr/>
Total	\$ 990.00

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

LUIS RAMIREZ and KIMBERLY THOMPSON as Tenants by the Entireties	\$ -0-
<hr/>	<hr/>
Total	\$ -0-

FURTHER AFFIANT SAITH NAUGHT.

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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.

GENERAL PARTNER:

ZERIMAR INTERNATIONAL, INC., a Florida corporation

By:

JONATHAN FEUERMAN,  
Vice President

Dated: 3/27, 2001

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of March, 2001, by JONATHAN FEUERMAN, as Vice President of ZERIMAR INTERNATIONAL, INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me or ~~has~~ produced as identification.

Nicholas M. Daniels  
Notary Public, State of Florida  
at Large

Nicholas M. Daniels  
Print/Type or Stamp Notary Name  
Commission No. (if any)

My Commission Expires:

W:\Ranirax\FLP\Affidavit of Cap Cont.wpd



Nicholas M. Daniels  
MY COMMISSION # CC09508 EXPIRES  
February 6, 2002  
BONDED THRU TECH FARM INSURANCE, INC.

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