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Admitted in New York  
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April 23, 2001

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

4/25

MJH

Re: AH & IH Enterprises, Ltd.

700004078377--4  
-04/25/01--01099--003  
\*\*\*1785.00 \*\*\*1785.00

Dear Sir or Madam:

Enclosed for filing please find an original and one copy of the Certificate of Limited Partnership of AH & IH Enterprises, Ltd., the Acceptance of Appointment as Registered Agent, and the Affidavit of Capital Contributions. Also enclosed is a check in the sum of \$1,785.00 in payment of the fees due.

Kindly return the filed documents to the undersigned. A stamped, self-addressed return envelope is enclosed for your convenience.

Thank you for your assistance and prompt attention to this matter. Should you have any questions or require further information, please contact the undersigned on your receipt of this letter.

Sincerely,

*Jani E. Maurer*

Jani E. Maurer

JEM  
encls.  
via priority mail  
cc: Mr. and Mrs. Anthony Houghton w/encls.

FILED  
01 APR 25 PM 2:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
AH & IH ENTERPRISES, LTD.,  
a Florida Limited Partnership**

The undersigned General Partner desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Law hereby states the following:

1. The name of the Partnership is **AH & IH ENTERPRISES, LTD.**
2. The address of the office of the Partnership is: **5280 North Ocean Drive, Suite 5C, Singer Island, Florida 33404.**
3. The name and address of the agent for service of process on the Partnership is **JANI E. MAURER, ESQUIRE, 500 Northeast Spanish River Boulevard, Suite 27, Boca Raton, Florida 33431.**
4. The name and business address of the sole General Partner is as follows:  
**AH & IH MANAGEMENT, INC., 5280 North Ocean Drive, Suite 5C, Singer Island, Florida 33404.** *PO1-39413*
5. The mailing address of the Partnership is c/o **ANTHONY J. HOUGHTON, 5280 North Ocean Drive, Suite 5C, Singer Island, Florida 33404.**
6. The latest date upon which the Partnership shall dissolve is **December 31, 2050.**

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 sole General Partner of **AH & IH ENTERPRISES, LTD.** on this 10<sup>th</sup> day of April, 2001.

Witnesses:

**GENERAL PARTNER:**

**AH & IH MANAGEMENT, INC.,** a Florida corporation

*Rita Sinofsky*

Rita Sinofsky  
Printed name of witness

*Nicole R. Clarke*

Nicole R. Clarke  
Printed name of witness

BY:

*Anthony J. Houghton*  
**ANTHONY J. HOUGHTON**, President

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FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for **AH & IH ENTERPRISES, 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:**

  
**JANI E. MAURER**

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

BEFORE ME, the undersigned personally appeared **ANTHONY J. HOUGHTON**, President of **AH & IH MANAGEMENT, INC.**, a Florida Corporation, the General Partner of **AH & IH ENTERPRISES, LTD.**, a Florida Limited Partnership, hereinafter referred to as the "Partnership", who upon being duly sworn, certified as follows:

1. The aggregate amount of capital contributions to the Partnership to be made by the Limited Partners is Six Million (\$6,000,000) Dollars.
2. There are no additional capital contributions anticipated to be made by the Limited Partners.

FURTHER AFFIANT SAYETH NAUGHT.

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:**

AH & IH MANAGEMENT, INC., a Florida corporation

Date: April 10, 2001

By: Anthony J. Houghton  
**ANTHONY J. HOUGHTON**, President

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared **ANTHONY J. HOUGHTON**, who is personally known to me or who produced \_\_\_\_\_ as identification, who did not take an oath, and who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as President of AH & IH MANAGEMENT, INC., a Florida corporation, the sole General Partner of said Partnership.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in

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the State and County aforesaid, this 10 day of April, 2001.

Jani E Maurer  
Notary Public, State of Florida  
Print name: Jani E Maurer

(seal)



My Commission Expires: