

# A01000000707

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To:

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Fax Number : (850) 205-0383

From:

ASTRID BUTTARI, Legal Assistant  
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001-9950

FLORIDA LIMITED PARTNERSHIP

RED INK PARTNERS, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$1,837.50

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**CERTIFICATE OF LIMITED PARTNERSHIP**

The undersigned general partner represents that it has formed a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (the "Act"), and that it has executed this Certificate of Limited Partnership pursuant to the foregoing Act and states herein as follows:

**I. Name**

The name of the limited partnership is RED INK PARTNERS, LTD.

**II. Records of the Partnership**

The address of the office in Florida at which place the records of the partnership shall be maintained is as follows:

999 Brickell Avenue, Suite 700  
Miami, Florida 33131

**III. Registered Agent**

The address of the registered office of the partnership and the name of the registered agent for service of process located at that office are as follows:

JEFFREY KIRSCH  
999 Brickell Avenue, Suite 700  
Miami, Florida 33131

**IV. General Partner**

The name and business address of the general partner of the partnership is as follows:

RED INK CO., a Delaware corporation  
c/o Red Ink Partners, Ltd.  
999 Brickell Avenue, Suite 700  
Miami, Florida 33131

**V. Mailing Address**

The mailing address of the partnership is as follows:

999 Brickell Avenue  
Suite 700  
Miami, Florida 33131

**VI. Dissolution**

The latest date on which the partnership is to dissolve is December 30, 2006.

WHEREFORE, the undersigned, the general partner of the partnership, has executed this Certificate of Limited Partnership on May 22, 2001.

General Partner: RED INK CO.

By: 

Jeffrey Kirsch  
President

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### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting the General Partner of RED INK PARTNERS, LTD., a Florida limited partnership, certifies:

The amount of capital contributions to date of the Limited Partners is \$500,000.

The total amount anticipated to be contributed by each Limited Partner to the capital of the partnership shall be, in the aggregate, up to Five Million Dollars (\$5,000,000). Units of limited partnership interests may be sold as full Units or as one-half Units, in the sole discretion of the General Partner. Each Limited Partner shall contribute One Hundred Thousand Dollars (\$100,000) for each full Unit and Fifty Thousand Dollars (\$50,000) for each one-half Unit.

Further affiant sayeth not.


Under the penalties 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.

Dated May 22, 2001.

General Partner:

RED INK CO.

By:

  
Jeffrey Kirsch, President

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**LIMITED PARTNERSHIP REGISTERED AGENT ACCEPTANCE**

Having been named to accept Service of Process for the above stated limited partnership, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, and the undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of section 620.192, Florida Statutes.

Dated this 22nd day of May, 2001.

  
\_\_\_\_\_  
JEFFREY KIRSCH

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