

Division of Corporations

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Florida Department of State

Division of Corporations

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FLORIDA LIMITED PARTNERSHIP**EPG LIMITED PARTNERS, LTD.**

Certificate of Status	1
Certified Copy	1
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CERTIFICATE OF LIMITED PARTNERSHIP
OF
EPG LIMITED PARTNERS, LTD

Pursuant to Section 620.108, Florida Statutes, the undersigned, being the sole General Partner, desiring to form a Florida limited partnership, does hereby swear and affirm as follows:

1. The name of the Limited Partnership is **EPG LIMITED PARTNERS, LTD.**
2. The office of the Limited Partnership is located at 333 N. New River Drive East, 4th Floor, Fort Lauderdale, Florida, 33301, and the name and address of the agent for service of process is Anthony F. Giordano, 333 N. New River Drive East, 4th Floor, Fort Lauderdale, Florida 33301.
3. The name and business address of the sole General Partner is:

901-32074
EPG Partners, Inc.
333 N. New River Drive East, 4th Floor
Fort Lauderdale, Florida 33301
4. The mailing address of the Limited Partnership is:

333 N. New River Drive East, 4th Floor
Fort Lauderdale, Florida 33301
5. The latest date upon which the Limited Partnership is to dissolve is ten (10) years from the date of the recording of this Certificate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 28 day of June, 2001.

GENERAL PARTNER:
EPG PARTNERS, INC.

By


ANTHONY F. GIORDANO, President


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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of EPG LIMITED PARTNERS, LTD. as made in the foregoing Certificate of Limited Partnership and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of EPG LIMITED PARTNERS, LTD.

Date: June 28, 2001
ANTHONY F. GIORDANO
Initial Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
EPG LIMITED PARTNERS, LTD.

BEFORE ME, the undersigned, personally appeared Anthony F. Giordano, the President of EPG Partners, Inc. sole General Partner of EPG LIMITED PARTNERS, LTD., a Florida limited partnership ("Partnership"), who, upon being sworn, certified as follows:

The amount of the capital contributions of the Limited Partners to the Partnership and the amount anticipated to be contributed by them is Fifty Thousand Dollars (\$50,000).

Dated this 28th day of June, 2001.

FURTHER AFFIANT SAYETH NOT.

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:

EPG PARTNERS, INC.

By: 

ANTHONY F. GIORDANO, President

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