



A01000000992

ACCOUNT NO. : 072100000032

REFERENCE : 230678 7229347

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 1,837.50

FILED
01 JUL 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 20, 2001

ORDER TIME : 1:56 PM

ORDER NO. : 230678-030

CUSTOMER NO: 7229347

CUSTOMER: Ms. Anna Krimshtein
Kilpatrick Stockton Llp

Suite 2000
200 South Biscayne Boulevard
Miami, FL 33131

RECEIVED
01 JUL 20 PM 2:26
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: NEMEX, LTD.

*****FILE 2ND*****

100004488321--2

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

1 BK

CERTIFICATE OF LIMITED PARTNERSHIP
OF
NEMEX, LTD.

a Florida limited partnership

FILED
01 JUL 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of this limited partnership is Nemex, Ltd. (the "Partnership").
2. The principal place of business and the mailing address of the Partnership is:
718 South Dixie Highway
West Palm Beach, Florida 33402
3. The name and address of the registered agent of the Partnership is:
Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301
4. The name and address of the sole General Partner of the Partnership is:
Nemex, Inc.
718 South Dixie Highway
West Palm Beach, Florida 33402

- PO10000 71822
5. The latest date upon which the Partnership is to dissolve is December 31, 2101.

IN WITNESS WHEREOF, the undersigned general partner of Nemex, Ltd., has
executed this Certificate of Limited Partnership this 19 day of July, 2001.

GENERAL PARTNER:

Nemex, Inc., a Florida corporation

By:

Name: Andrew Lovett

Title:

Andrew Lovett
PRESIDENT

AFFIDAVIT OF CAPITAL CONTRIBUTION

1. The name of the partnership is Nemex, Ltd., a Florida limited partnership (the "Partnership").

2. The amount of capital contributions of the Limited Partners and the amount anticipated to be contributed by the limited partners of the Partnership totals \$ 250,000.00

FURTHER AFFIANT SAYETH NAUGHT.

GENERAL PARTNER:

Nemex, Inc., a Florida corporation

By: 

Name: Andrew Lovett


Title: PRESIDENT.

FILED
01 JUL 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED: July 19, 2001

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for Nemex, Ltd., at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.



BRIAN COURTNEY, ASST. V.P.

FILED
01 JUL 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA