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ACCOUNT NO. : 072100000032

REFERENCE : 329130 126932A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

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TALLAHASSEE, FLORIDA

ORDER DATE : July 31, 2001

ORDER TIME : 11:46 AM

ORDER NO. : 329130-005

CUSTOMER NO: 126932A

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-07/31/01--01053--014
***1785.00 ***1785.00

CUSTOMER: Ms. Barbara L. Wolf
Barbara L. Wolf, P.a.

Suite 307
2425 E. Commercial Boulevard
Ft. Lauderdale, FL 33308

DOMESTIC FILING

NAME: BEACH FAMILY LIMITED
PARTNERSHIP

EFFECTIVE DATE:

10

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DIVISION OF CORPORATION

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

BK

**CERTIFICATE OF LIMITED PARTNERSHIP
OF THE
BEACH FAMILY LIMITED PARTNERSHIP**

A Florida Limited Partnership

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The parties hereto do hereby certify that an Agreement was made on the 26th day of July, 2001, at Fort Lauderdale, Florida by the following, herein called the "General Partner":

JOHN WHITE BEACH, an individual

and by the following, hereinafter referred to as "Limited Partners":

- 1) MILDRED L. BEACH, TRUSTEE OF THE MILDRED L. BEACH REVOCABLE TRUST
- 2) MILDRED L. BEACH, TRUSTEE OF THE MILDRED L. BEACH IRREVOCABLE TRUST
- 3) JOHN WHITE BEACH, TRUSTEE OF THE JOHN WHITE BEACH TRUST

WITNESSETH:

The parties hereto, on the date described above, formed a Limited Partnership pursuant to the provisions of the Florida State Limited Partnership Act.

1. Name. The name of this Limited Partnership is the BEACH FAMILY LIMITED PARTNERSHIP.

2. Business. The general character of the partnership business shall be to hold and develop the partnership property and conduct a general business as related thereto.

3. Principal Place of Business. The location of the principal place of business of the partnership is 3040 NE 39th Street, Fort Lauderdale, FL 33308. The mailing address for the partnership is 3040 NE 39th Street, Fort Lauderdale, FL 33308. The registered agent for service for this Limited Partnership is John White Beach, an individual, whose address is 1112 NE 10th Avenue, Fort Lauderdale, FL 33304.

5. Partners. The General Partners and Limited Partners of this Limited Partnership and their addresses are as follows:

General Partner:

JOHN WHITE BEACH
1112 NE 10th Avenue, Fort Lauderdale, FL 33304

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Limited Partners:

(a) MILDRED L. BEACH, TRUSTEE AND ALL SUCCESSOR
TRUSTEES OF THE MILDRED L. BEACH REVOCABLE TRUST
3040 NE 39th Street, Fort Lauderdale, FL 33308

(b) MILDRED L. BEACH, TRUSTEE AND ALL SUCCESSOR
TRUSTEES OF THE MILDRED L. BEACH IRREVOCABLE TRUST
3040 NE 39th Street, Fort Lauderdale, FL 33308

(c) JOHN WHITE BEACH, TRUSTEE AND ALL SUCCESSOR
TRUSTEES OF THE JOHN WHITE BEACH TRUST
1112 NE 10th Avenue, Fort Lauderdale, FL 33304

6. Term. The partnership shall begin on the day this Certificate of Limited Partnership is filed with the Secretary of State and shall continue for twenty-five (25) years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the partners.

7. Additional Contributions. No additional contributions of the limited partners have been agreed to.

8. Return of Contributions. No limited partner shall be entitled to withdraw or demand the return of any part of his capital contribution except upon dissolution of the partnership.

9. Profits. All annual net profits of the partnership shall be divided among the General and Limited Partners in the same proportions as the partners' then capital interest accounts, unless retained for the partnership investment and business activities.

10. Assignments. A Limited Partner shall have the right to sell his interest in the partnership acting through a guardian, but only after such Limited Partner gives to the partnership a 120 day opportunity to purchase such interest as set forth in the Partnership Agreement.

11. Additional Limited Partners. The General Partner may admit additional limited partners.

12. Priority Among Limited Partners. There is no priority of one Limited Partner over another as to the contributions or compensation by way of income.

13. Continuance of Business. Upon the death, retirement or insanity of the surviving General Partner, the partnership shall dissolve unless continued by the remaining partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired and/or becomes insane, then the Limited Partners holding interest in capital in excess of fifty percent (50%) of the capital owned by all Limited Partners may elect to continue the Partnership by selecting a new General Partner.

14. Property Other Than Cash. A Limited Partner may not demand property other than cash in return for his contribution.

15. Amount of Cash and Agreed Value and Description of Other Property Contributed. The partners in the Limited Partnership have contributed their interest in the property set forth in Schedule "A" attached hereto, with an agreed value of \$900,000.

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Partners	Percentage Interest	Contribution
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General Partners:

JOHN WHITE BEACH	1%	\$9,000
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Limited Partners:

MILDRED L. BEACH REVOCABLE TRUST	95%	\$855,000 various securities
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MILDRED BEACH IRREVOCABLE TRUST	1%	\$9,000 various securities
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JOHN WHITE BEACH TRUST	3%	\$27,000 various securities
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<u>TOTAL</u>	<u>100%</u>	<u>\$900,000</u>
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IN WITNESS WHEREOF, we have set our hands and seals on the day and year first
above written.

GENERAL PARTNER:

John White Beach
JOHN WHITE BEACH

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LIMITED PARTNERS:

Mildred L. Beach
MILDRED L. BEACH, TRUSTEE of the
MILDRED L. BEACH REVOCABLE
TRUST

Mildred L. Beach
MILDRED L. BEACH, TRUSTEE of the
MILDRED L. BEACH IRREVOCABLE
TRUST

John White Beach
JOHN WHITE BEACH, TRUSTEE of
the JOHN WHITE BEACH TRUST

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SCHEDULE A

Attached to the Certificate of Limited Partnership of the BEACH FAMILY
LIMITED PARTNERSHIP dated JULY 26, 2001.

The following contributions of capital anticipated to be made by the General
Partner and Limited Partners subject to the encumbrances owed thereon to-wit are as
follows:

General Partner:

JOHN WHITE BEACH	\$9,000
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Limited Partners:

- | | | |
|----|------------------------------------|---------------------------------|
| 1. | MILDRED L. BEACH REVOCABLE TRUST | \$855,000
various securities |
| 2. | MILDRED L. BEACH IRREVOCABLE TRUST | \$9,000
various securities |
| 3. | JOHN WHITE BEACH TRUST | \$27,000
various securities |

<u>TOTAL</u>	<u>\$900,000</u>
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GENERAL PARTNER:

John White Beach
JOHN WHITE BEACH

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TALLAHASSEE, FLORIDA

LIMITED PARTNERS:

Mildred L. Beach
MILDRED L. BEACH, TRUSTEE of the
MILDRED L. BEACH REVOCABLE
TRUST

Mildred L. Beach
MILDRED L. BEACH, TRUSTEE of the
MILDRED L. BEACH IRREVOCABLE
TRUST

John White Beach
JOHN WHITE BEACH, TRUSTEE of
the JOHN WHITE BEACH TRUST

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of the BEACH FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is

NINE HUNDRED THOUSAND DOLLARS (\$900,000).

The total amount contributed and anticipated to be contributed by the limited partners at this time totals

NINE HUNDRED THOUSAND DOLLARS (\$900,000).

Signed this 26 day of July, 2001.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


JOHN WHITE BEACH, General Partner

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TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

In pursuance of the Florida Partnership Act F.S. 620 under the laws of the State of Florida, the following is submitted in compliance with said Act:

That the BEACH FAMILY LIMITED PARTNERSHIP, a Florida limited partnership qualified to do business under the laws of the State of Florida, with its principal office at 3040 NE 39th Street, Fort Lauderdale, FL 33308, has appointed JOHN WHITE BEACH as its agent to accept service of process within this State at: 1112 N.E. 10th Avenue, Fort Lauderdale, FL 33308.

Having been named to accept service of process for the abovestated Limited Partnership at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


JOHN WHITE BEACH

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