CORPDIRECT AGENTS, INC. (Armerly CCRS) 103 N. MERIDIAN STREET, IOVER LEGEL TALLAHASSEE, FL 32301 2222-1173 FILING COVER SHEET ACCT. #FCA-14
CONTACT: CINDY HICKS DATE: //0-17-07 REF.#: 0150.2652
corp. NAME: Shapiro Ventures Limited fartnership
() ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAL () CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3 () OTHER: -10/17/01-01003-011 *****140.00 *****140.00
STATE FEES PREPAID WITH CHECK# 50397 FOR \$ 140, 00 00 00 00 00 00 00 00 00 00 00 00 0
CERTIFIED COPY () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY) CERTIFICATE OF STATUS

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP OF SHAPIRO VENTURES LIMITED PARTNERSHIP

- 1. The name of the limited partnership is: SHAPIRO VENTURES LIMITED PARTNERSHIP.
- 2. The address of the office of the limited partnership is: 1800 N.E. 114th Street, Apartment 1610, Miami, Florida 33181.
- 3. The name and address of the agent for service of process required to be maintained by Section 620.105 of Florida Statutes are: BARBARA SHAPIRO, 1800 N.E. 114th Street, Apartment 1610, Miami, Florida 33181

The undersigned hereby accepts appointment as the initial registered agent of SHAPIRO VENTURES LIMITED PARTNERSHIP and accepts the obligations provided for in Section 620.192 of Florida Statutes.

BARBARA SHAPIRO, Registered Agent

- 4. The name and business address of the sole general partner are: SHAPIRO VENTURES, INC., 1800 N.E. 114th Street, Apartment 1610, Miami, Florida 33181.
- 5. The mailing address of the limited partnership is: 1800 N.E. 114th Street, Apartment 1610, Miami, Florida 33181.
- 6. The latest date upon which the limited partnership is to dissolve is December 31, 2,050

IN WITNESS WHEREOF, the undersigned, being the sole General Partner named above, for the purpose of forming a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, has executed this Certificate of Limited Partnership as of this 15th day of 0ctober , 2001.

SHAPIRO VENTURES, INC., a Florida corporation

Ву:

Barbara Shapiro, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole general partner of SHAPIRO VENTURES LIMITED PARTNERSHIP, a Florida limited partnership, certifies:

- 1. The amount of capital contributions to date of the limited partners is \$0.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time is \$100.00.

FURTHER AFFIANT SAYETH NOT.

Under 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 to the best of my knowledge and belief.

SHAPIRO VENTURES, INC., a Florida corporation

By:

Barbara Shapiro, President

This 15th day of October , 2001.

OI OCT I7 PM I: 44
SECRETARY OF STATE

WRITTEN CONSENT GRANTING APPROVAL FOR USE OF NAME

SHAPIRO VENTURES, INC., a Florida corporation (the "Corporation"), formed October 17 , 2001, hereby does grant permission and approves the filing of the Certificate of Limited Partnership for the following limited partnership:
Celtificate of Diffitted I attrictship for the following inniced parameters.
SHAPIRO VENTURES LIMITED PARTNERSHIP a Florida limited partnership
The undersigned, being the President of the Corporation, has executed this Written Consent Granting Approval for Use of Name as of the 15th day of 71th 2001.
Darbara Shapiro, President
STATE OF FLORIDA) ss.:
COUNTY OF MIAMI-DADE)
The foregoing instrument was acknowledged before me this 5 day of October
2001 by BARBARA SHAPIRO, who [1] is personally known to me or [] has produced
as identification. Owler R. Worfe Notary Public, State of Florida Print Name: Jennifer R. Wolfe My Commission Expires:

OFFICIAL NOTARY SEAL
JENNIFER R WOLFE
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC805492
MY COMMISSION FXP. FEB. 10,2003