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ACCOUNT NO. : 072100000032

REFERENCE : 194387 7174394

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 140.00

FILED
01 OCT 25 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 25, 2001

ORDER TIME : 9:55 AM

ORDER NO. : 194387-010

CUSTOMER NO: 7174394

3

100004652781---7

CUSTOMER: Michelle Kramish Kain, Esq
Michelle Kramish Kain, P.a.

Suite 100
750 Southeast Third Avenue
Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: EVENTUS CAPITAL LIMITED
PARTNERSHIP

BK

EFFECTIVE DATE: .

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

RECEIVED
01 OCT 25 AM 10:25
RECEIVED
01 OCT 25 PM 3:22
DEPARTMENT OF STATE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
EVENTUS CAPITAL LIMITED PARTNERSHIP**

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TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME OF LIMITED PARTNERSHIP

The name of the limited partnership is Eventus Capital Limited Partnership.

ARTICLE TWO - MAILING ADDRESS

The principal office address of the limited partnership is 3100 N. Ocean Blvd., Suite 809, Fort Lauderdale, Florida 33308. The mailing address of the limited partnership is 3100 N. Ocean Blvd., Suite 809, Fort Lauderdale, Florida 33308.

ARTICLE THREE - NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The name of the initial registered agent is Michelle Kramish Kain and the address of the initial registered agent is 750 Southeast third Avenue, Suite 100, Fort Lauderdale, Florida 33316.

ARTICLE FOUR - NAME AND ADDRESS OF GENERAL PARTNER

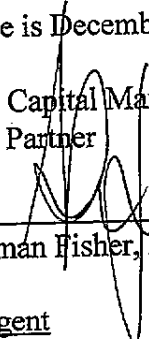
The name of the General Partner of the limited partnership is Eventus Capital Management, LLC and its address is 3100 N. Ocean Blvd., Suite 809, Fort Lauderdale, Florida 33308. LO1000018488

ARTICLE FIVE - DATE OF DISSOLUTION OF LIMITED PARTNERSHIP

The latest date on which the limited partnership shall dissolve is December 31, 2051.

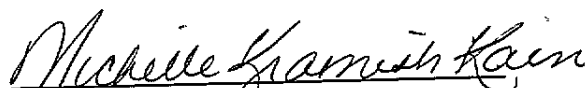
Signed on October 24, 2001

Eventus Capital Management, LLC
General Partner

By: 
Roman Fisher, Manager Member

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Partnership Act, the undersigned does hereby accept appointment as registered agent on which process may be served within the State of Florida for the proposed domestic limited partnership named in the foregoing Certificate of Limited Partnership.


Michelle Kramish Kain

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIPS

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TALLAHASSEE, FLORIDA

The undersigned, constituting the sole general partner of Eventus Capital Limited Partnership, a Florida limited partnership, certifies:

The amount of capital contributions of the limited partners to date is \$0.00.

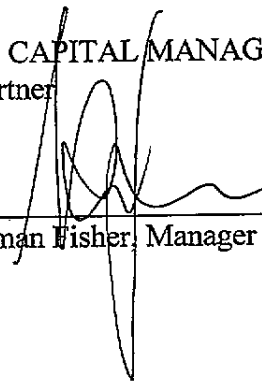
The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.00.

Signed this 24th day of October 2001.

FURTHER AFFIANT SAYETH NOT.

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

EVENTUS CAPITAL MANAGEMENT, LLC
General Partner

By: 
Roman Fisher, Manager Member