



A 0 2 0 0 0 0 0 0 0 6 5

ACCOUNT NO. : 072100000032

REFERENCE : 717144 7160058

AUTHORIZATION : *Patricia Piguts*

COST LIMIT : \$ 1837.50

FILED
02 JAN 16 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : January 16, 2002

ORDER TIME : 10:47 AM

ORDER NO. : 717144-010

CUSTOMER NO: 7160058

000004778640--5

CUSTOMER: Joanne Capuano, Legal Asst
David J. Wiener, P.a.

One North Clematis Street
Suite 305
West Palm Beach, FL 33401

BK

DOMESTIC FILING

NAME: NORTH AMERICAN BOUCHERVILLE,
LTD.

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

EFFECTIVE DATE:

(Handwritten initials)

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

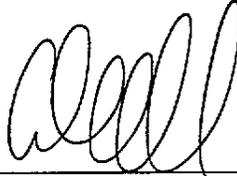
CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

RECEIVED
02 JAN 16 PM 12:24
DIVISION OF CORPORATION

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for NORTH AMERICAN BOUCHERVILLE, LTD., a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership of the Limited Partnership, I hereby agree to accept service of process for said Limited Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.



DAVID J. WIENER, REGISTERED AGENT

02 JAN 16 PM 3:39
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
02 JAN 16 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
 ss:)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned, personally appeared Larry Bernick, Vice President of NORTH AMERICAN BOUCHERVILLE, INC., the General Partner in NORTH AMERICAN BOUCHERVILLE, LTD., a Florida limited partnership, hereinafter referred to as the "Limited Partnership", who upon being duly sworn, certified as follows:

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

The total amount at this time anticipated to be contributed by the limited partners is \$2,000,000.00.

FURTHER AFFIANT SAYETH NAUGHT.

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.

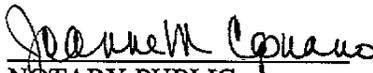


Larry Bernick, Vice President

Date: January 15th, 2002

STATE OF FLORIDA)
 ss:)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 15th day of January, 2002 by Larry Bernick, Vice President of NORTH AMERICAN BOUCHERVILLE, INC., a Florida corporation, who is personally known to me.


NOTARY PUBLIC
Print Name: Joanne M Capuano
My Commission Expires: 7-1-03

SEAL

