

CORP DIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32311
222-1173

FILE 2ND

A02000000272

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 3-1-02

REF. #: 0151.5235

CORP. NAME: LIMESTONE CREEK, LTD.

02 MAR -1 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

- ARTICLES OF INCORPORATION
- ANNUAL REPORT
- FOREIGN QUALIFICATION
- REINSTATEMENT
- CERTIFICATE OF CANCELLATION
- OTHER:
- ARTICLES OF AMENDMENT
- TRADEMARK/SERVICE MARK
- LIMITED PARTNERSHIP
- MERGER
- UCC-1
- ARTICLES OF DISSOLUTION
- FICTITIOUS NAME
- LIMITED LIABILITY
- WITHDRAWAL
- UCC-3

02 MAR -1 AM 10:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

STATE FEES PREPAID WITH CHECK# FOR \$ 140.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

100005032161--0
-03/01/02--D1035--008
***140.00 ***140.00

BK
COST LIMIT: \$

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF STATUS
- CERTIFICATE OF GOOD STANDING
- PLAIN STAMPED COPY

Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP
OF
LIMESTONE CREEK, LTD.

FILED
02 MAR - 1 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of LIMESTONE CREEK, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:
LIMESTONE CREEK, LTD.
2. The office and principal place of business for the Partnership currently is:
2937 S. W. 27th Avenue, Suite 303
Coconut Grove, Florida 33133
3. The name and address of the agent for service of process on the Partnership

are:

Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

4. The name and address of the General Partner of the Partnership are:
TCG LIMESTONE CREEK, INC.
2937 S. W. 27 Avenue, Suite 303
Coconut Grove, Florida 33133

PO2000023085

5. The mailing address of the Partnership is:
2937 S. W. 27th Avenue, Suite 303
Coconut Grove, Florida 33133

6. The latest date upon which the Partnership shall dissolve is December 31,

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: February 26, 2002

TCG LIMESTONE CREEK, INC., a Florida corporation, its sole General Partner

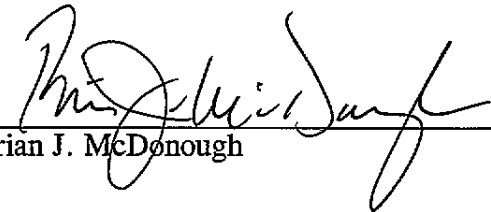
By: 
Ignov Boggio, President

FILED
02 FEB - 1 PM 1:11 PM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for LIMESTONE CREEK, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: February 02, 2002


Brian J. McDonough

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

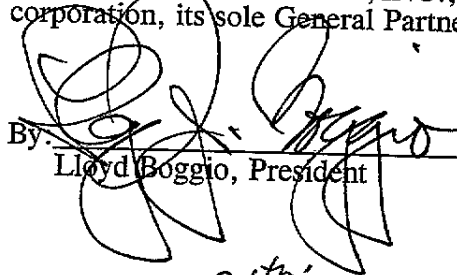
FILED
02 MAR - 1 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

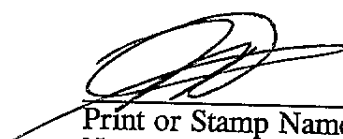
BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio, as President of TCG LIMESTONE CREEK, INC., a Florida corporation, as General Partner of LIMESTONE CREEK, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.99.
2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TCG LIMESTONE CREEK, INC., a Florida corporation, its sole General Partner

By: 
Lloyd Boggio, President

The foregoing instrument was acknowledged before me this 26th day of February, 2002 by Lloyd Boggio, as President of TCG LIMESTONE CREEK, INC., a Florida corporation, a General Partner of LIMESTONE CREEK, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires: