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BOARD CERTIFIED IN:
TAXATION
WILLS, TRUSTS & ESTATES

DAVID M. SCULLY

OF COUNSEL

HUGH G. ISLEY, JR.
BOARD CERTIFIED IN:
TAXATION

g/m FLA UP MJH

February 20, 2002

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

900005025439--1
-02/28/02--01015--003
-***1785.00 ***1785.00

RE: Martinelli Holdings, Ltd.

Dear Clerk:

Enclosed please find the following documents regarding the above referenced limited partnership:

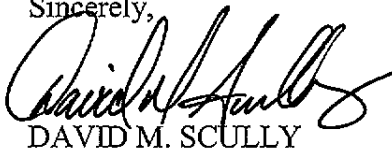
Certificate of Limited Partnership; and

Affidavit of Capital Contributions for Florida Limited Partnership.

Also enclosed is a check in the amount of \$1,785.00, which represents the filing fee and fee for the designation of resident agent.

Thank you for your cooperation in this matter, if there are any questions please advise.

Sincerely,


DAVID M. SCULLY

FILED
02 FEB 27 PM 3:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosure

CERTIFICATE OF LIMITED PARTNERSHIP

1. Martinelli Holdings, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1801 SW 68TH Ave., Plantation, FL 33317
(Business address of Limited Partnership)
3. Helen Martinelli
(Name of Registered Agent for Service of Process)
4. 1801 SW 68TH Ave., Plantation, FL 33317
(Florida street address for Registered Agent)
5. Helen Martinelli
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1801 SW 68TH Ave., Plantation, FL 33317
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 2/28/2052
8. Name(s) of general partner(s): _____ Street address: _____

HMTAK, L.L.C.

1801 SW 68TH Ave., Plantation, FL 33317

020000004091

Under 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.

Signed this 19th day of February, 2002

Signature of all general partners:

Helen Martinelli

General Partner

Member HMTAK, L.L.C.

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

<u>Ruben Montanella</u>	<u>General Partner</u>
<u>Member HATAK, LLC.</u>	<u>General Partner</u>
<u>General Partner</u>	<u>General Partner</u>
<u>General Partner</u>	<u>General Partner</u>