

A02000000475

Maynard Abrams
1916-1992

Paul B. Anton
1927-1981

Mitchell D. Adler
Laurence I. Blair §
Milton S. Blaut §
Nicole M. Churchya
Alan B. Cohn *
Maurice M. Garcia
Gene K. Glasser *
William S. Kramer *
Leonard Robbins

Kenneth A. Rubin
Reuben M. Schneider *
Peter R. Siegel
Marc Jay Tannen
Jack F. Weins
David Weisman *

Of Counsel
Stanley D. Gottsegen ¶

2021 Tyler Street
Hollywood, Florida 33020

Correspondence To:
P.O. Box 229010, Hollywood, Florida 33022-9010

Telephone: (954) 921-5500
Facsimile: (954) 925-7013
Boca Raton & Delray: (561) 994-2212
North Broward: (954) 428-9800
Miami: (305) 940-8440

www.abramsananton.com

Boca Raton Office

One Boca Place - Suite 411E
2255 Glades Road
Boca Raton, Florida 33431-7383
Facsimile: (561) 997-8494
Palm Beaches: (561) 833-4710
(Direct To Boca Raton Office Only)

Reply To: Hollywood

* Board Certified Tax Lawyer
□ Board Certified Estate Planning
and Probate Lawyer
○ Board Certified Real Estate Lawyer

‡ Member of D.C. Bar
§ Member of N.Y. Bar
¶ Member of Ohio Bar

March 25, 2002

2/24
FL *LP*

MJH

File No: SALE4-0008

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attn: Agnes Lunt

800005173988--8
-03/28/02--01024--005
***1785.00 ***1785.00

RE: SALWEN FAMILY LTD.

Dear Ms. Lunt:

I attempted to E-file the enclosed limited partnership. There were insufficient funds in the account. Therefore, I am sending the original Certificate of Limited Partnership and the Affidavit of Capital Contributions, along with our check in the amount of \$1785.00 which represents the filing fee.

I have also enclosed your letter for your reference. Please file the Certificate of Limited Partnership and the Affidavit.

Please advise if there are any problems with this request.

Sincerely yours,

Linda P. Sullivan

Linda P. Sullivan, Corporate Paralegal
GKG/lps
Enclosures

FILED
02 MAR 26 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FF \$1785.00

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SALWEN FAMILY LTD.,

a Florida Limited Partnership

The undersigned General Partner(s), desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following:

1. The name of the partnership is SALWEN FAMILY LTD.
2. The principal address and the mailing address of the office of the partnership is 940 Hillcrest Court, Building 3, Apartment 212, Hollywood, Florida 33021.
3. The name and address of the agent for service of process on the partnership is GENE K. GLASSER, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, Florida 33020.
4. The name and business address of the General Partner(s) and the mailing address of the partnership are ETHEL SALWEN, 940 Hillcrest Court, Building 3, Apartment 212, Hollywood, Florida 33021.
5. The latest date upon which the partnership shall dissolve is December 31, 2052.
6. No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.
7. All annual net profits of the partnership shall be divided among the partners in the same proportions as the

02 MAR 26 AM 9:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

partners' then capital accounts unless retained for partnership investments and business activities.

8. There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.

9. A Limited Partner may not demand property other than cash in return for its contributions.

The execution of this Certificate by the undersigned General Partner(s) constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner(s) of SALWEN FAMILY LTD. this 22 day of January, 2002.

Witnesses:

GENERAL PARTNER(S):

Teresa Savin
Gladys Simon

Ethel Salwen
ETHEL SALWEN

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

REGISTERED AGENT:

Gene K. Glasser
GENE K. GLASSER

AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned, personally appeared ETHEL SALWEN, the General Partner(s) of SALWEN FAMILY LTD., a Florida limited partnership, who, upon being duly sworn, certifies as follows:

The amount of capital contributions to the partnership made by all of the Limited Partners is in the form of cash and securities totaling \$2,000,000.00.

The amount of additional capital contribution anticipated to be contributed by each Limited Partner is as follows:

-0-

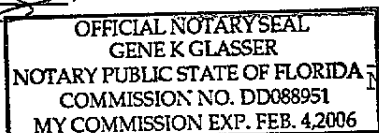
FURTHER, AFFIANT SAYETH NAUGHT.

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.

GENERAL PARTNER(s):

Ethel Salwen
ETHEL SALWEN

The foregoing Affidavit was subscribed and acknowledged before me by ETHEL SALWEN, who is personally known to me or who has produced _____ as identification, on this 22 day of January, 2002.



[Signature]
Notary Public, State of Florida

My Commission Expires: