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(((H02000076312 6)))

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To:
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Fax Number : (850) 205-0383

From:
Account Name : FERNAND LAMOTHE, INC.
Account Number : 105057001570
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FLORIDA LIMITED PARTNERSHIP

MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LTD

RECEIVED
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Certificate of Status	0
Certified Copy	0
Page Count	04
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 5, 2002

FERNAND LAMOTHE, INC.

SUBJECT: G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LLP
REF: W02000009619

We have received your electronically transmitted document. However, the document was submitted under the wrong electronic filing type and cannot be processed by this office.

To proceed, you must abandon this filing and resubmit your filing under the appropriate electronic filing type.

You must file this LP under Florida Limited Partnership, and then you must send a Statement of Qualification under the LP Amendment with a new fax audit number to obtain the LLLP status, also, please add another "L" to the name.,

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Michelle Hodges
Document Specialist

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TALLAHASSEE, FLORIDA

FAX AUDIT #H020000763126

**CERTIFICATION OF LIMITED PARTNERSHIP
OF**

G. MARTIN & A.VLEMINCKX AMUSEMENT INTERNATIONAL LTD.

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1993), hereby states:

ARTICLE I NAME

The name of the Partnership is G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LTD."

ARTICLE II OFFICE ADDRESS

The address of the office of the Partnership is 312 S.E. 17th Street, 2nd Floor, Fort Lauderdale, Fl 33316

ARTICLE III MAILING ADDRESS

The mailing address of the Partnership is the same.

ARTICLE IV GENERAL PARTNER

POI-47844

The name and business address of the sole general partner is G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL INC. a Florida corporation, 312 S. Street, 2nd Floor, Fort Lauderdale, Fl 33316

Fernand Lamothe
Chartered Accountant
1401 Dewey Street
Hollywood, Fl 33020
(954) 768-9548

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FLORIDA

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FAX AUDIT # H02000076312 6

ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Partnership is Fernand Lamothe Inc. located at 1401 Dewey Street, Hollywood, Fl 33020. The name and address of the registered agent of this Partnership is Fernand Lamothe, located at 1401 Dewey Street, Hollywood, Fl , 33020

ARTICLE VI DISSOLUTION

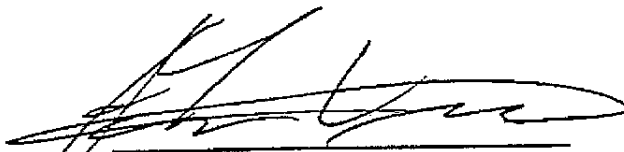
The LATEST DATE UPON WHICH THE Partnership shall dissolve is twenty years from the date of filing of this Certificate if Limited Partnership with the Florida Secretary of State

The execution of this certificate by the undersigned General partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHERE OF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL INC. this April 04,2002

GENERAL PARTNER:

G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL INC.



Authorized Agent

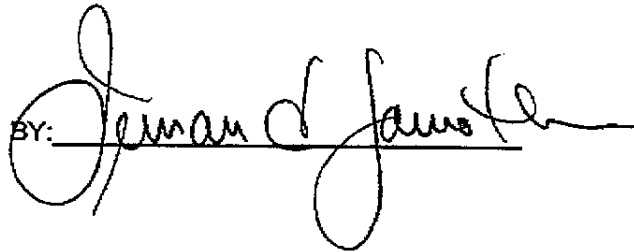
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ACCEPTANCE OF APOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LTD, a Florida Limited Partnership (the Partnership), in the foregoing Certificate of Limited Partnership, We, hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent. Fernand Lamothe Inc. having a business office identical with the registered office of the Partnership name above, and having been designated as the Registered Agent in the above and foregoing Certificate of Limited Partnership, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Fernand Lamothe Inc.

BY: 

FAX AUDIT # H02000076312 6

FAX AUDIT #H02000076312.6

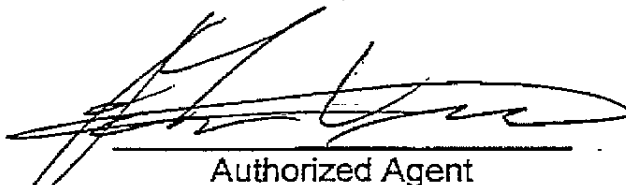
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Alain Vleminckx, Authorized Agent of G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL INC., the general Partner of G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LTD (The Partnership), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, ONE THOUSAND and no/100 (\$1000.00) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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.



Authorized Agent

Dated this April 5 2002

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the state and county set forth above, personally appeared Alain Vleminckx, known to me to be the person who executed the foregoing Affidavit of Capital Contributions, and she or he acknowledged to me and before me that she or he executed this Affidavit as Authorized Agent of G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL INC., sole General Partner of G. MARTIN & A. VLEMINCKX AMUSEMENT INTERNATIONAL LTD.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and county aforesaid, this April 5 2002



Dixon Alexandre
My Commission CC785163
Expires August 6, 2002

Dixon Alexandre
Notary Public, State of Florida at Large

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