GREENBERG TRAURIG

Transmittal Cover Sheet

TO

Division of Corporations

(((H02000158570 0))) -

Company

Florida Department of State

Fax Number

(850) 205-0383

Phone Number

FROM

Marion M. Baker

File Number

51238.010100

Comments

Attached please find a Certificate of Limited Partnership of A & A

SHAREHOLDERS, LIMITED PARTNERSHIP. Please attend to filing the same

today.

OZ JUN 28 AM 7: 47
JIVISJUN OF CORPORATION

Date

June 27, 2002

Time

4:57 PM

No. Pages

Including this cover sheet - 6 -

Please notify us immediately if not received properly at 407-420-1000.

The information contained in this transmission is attorney privileged and confidential. It is intended only for the use of the individual or entity named above. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone collect and return the original message to us at the address below via the U.S. Postal Service. We will reimburse you for your postage. Thank you.

450 South Orange Avenue, Suite 650, Orlando, Florida 32801 (407) 420-1000 Fax (407) 420-5909

4074205909;

06/27/02 17:09; **JetFax** #691;Page 2/6

Bage Laf 2 FILANDS SEE FOR ALLONS Division of Corporations

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000158570 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)205-0383

Account Name : GREENBERG TRAJRIG (ORLANDO)

Account Number : 103731001374 Phone : (407)418-2435 Fax Number : (407)420-5909

FLORIDA LIMITED PARTNERSHIP

A & A SHAREHOLDERS, LIMITED PARTNERSHIP

· · · · · · · · · · · · · · · · · · ·	
Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$1,837.50

Sent by: GREENBERG TRAURIG

4074205909;

06/27/02 17:10; **JetFax** #691; Page 3/6

Page 2 of 2

Division of Corporations

Electronic Filing Menu

Corporate Filing

Public Access Help

THE SEE FLORIDAY

(((HO2000158570 0)))

CERTIFICATE OF LIMITED PARTNERSHIP OF A & A SHAREHOLDERS, LIMITED PARTNERSHIP

The undersigned, desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), as set forth in Sections 620.101 et. seq., Florida Statutes, does hereby certify that:

- The name of the limited partnership is A & A SHAREHOLDERS, LIMITED PARTNERSHIP.
- The address of the registered office and the name of the registered agent for service of process required to be maintained by Florida Statute §620.105 is:

ANWAR E. Z. WISSA 8008 South Orange Avenue Orlando, Florida 32809

The mailing address for the limited partnership is: 4.

> A & A SHAREHOLDERS, LIMITED PARTNERSHIP 8008 South Orange Avenue Orlando, Florida 32809

- 5. The latest date upon which the limited partnership is to dissolve is 2056.
- The name and business address of the sole General Partner is as follows: 6.

A & A SHAREHOLDERS GP, INC. 8008 South Orange Avenue Orlando, Florida 32809

#P02000071160

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 27 day of June, 2002.

A & A SHAREHOLDERS GP, INC. a Florida corporation

Name:

4074205909;

06/27/02 17:10; **Jetfax** #691; Page 5/6

(((H02000158570 0)))

ACCEPTANCE BY REGISTERED AGENT FOR SERVICE OF PROCESS

Having been named to accept service of process for A & A SHAREHOLDERS, LIMITED PARTNERSHIP. At the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Dated this 27 day of June, 2002.

ANWAR E. Z. WISSA, Registered Agent

TON THE STATE OF STAT

(((H02000158570 0)))

STATE OF FLORIDA COUNTY OF ORANGE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Anwar E. 2. as President of A & A SHAREHOLDERS GP, INC., a Florida corporation, the sole general partner of A & A SHAREHOLDERS, LIMITED PARTNERSHIP, a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being duly sworn, on oath, deposes and says to the best of his knowledge and belief:

- 1. That A & A SHAREHOLDERS GP, INC., a Florida corporation, is the sole general partner of A & A SHAREHOLDERS, LIMITED PARTNERSHIP, a Florida limited partnership organized under the laws of the State of Florida.
- 2. That the amount of the capital contributions to date of the limited partners to the Partnership is \$8,500,000.
- 3. That the total additional amount anticipated to be contributed by the limited partners at this time totals \$0.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts herein are true and correct.

A & A SHAREHOLDERS, INC., a Florida corporation

Name:

Title:

Sworn to and subscribed before me this $\frac{27h}{4}$

day of June, 2002.

Notary Public, State of FLORIDA

My Commission Expires:

My Commission CC752779 Expires August 4, 2002