

Div Jul 11, 2002 10:40AM

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BK

FLORIDA LIMITED PARTNERSHIP

New Edison Towers Associates, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

NEW EDISON TOWERS ASSOCIATES, LTD.

1. Name of the Limited Partnership: New Edison Towers Associates, Ltd.
2. Principal and mailing address of the Limited Partnership: 555 N.E. 15th Street, Suite 213, Miami, Florida 33132.
3. Name and address of the Registered Agent for Services of Process: Registered Agents of Florida, LLC, 100 Southeast Second Street, Suite 3500, Miami, Florida 33131.

4. Having been named as registered agent to accept service of process for the above stated limited partnership at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

REGISTERED AGENTS OF FLORIDA, LLC

By: _____

Howard J. Vogel, Esq., Vice President

6. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2052.

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7. Name and Address of the General Partner: Peninsula Edison Towers, LLC, 555 N.E. 15th Street, Suite 213, Miami, Florida 33132.

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 ____ day of July, 2002.

PENINSULA EDISON TOWER'S, LLC, a Florida
limited liability company, its sole general partner

By: _____

Name: Otis Pitts, Jr.

Title: Member

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting the sole general partner of New Edison Towers Associates, Ltd., a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partnership is \$100.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$100.

Dated: This __ day of July, 2002

FURTHER AFFIANT SAYETH NOT.

Under the 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.

PENINSULA EDISON TOWERS, LLC, a Florida
limited liability company, its sole general partner

By: 

Name: Otis Pitts, Jr.

Title: Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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