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SHAPIRO, NEIMAN & PORRELLO, LLP
ATTORNEYS AND COUNSELORS AT LAW

550 BRICKELL AVENUE • PENTHOUSE 2 • MIAMI, FLORIDA 33131
TELEPHONE: 305.374.0092 • FACSIMILE: 305.374.5581
WWW.SNP-LAW.COM
E-MAIL: INFO@SNP-LAW.COM

FILED
2002 AUG 15 AM 9:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

August 14, 2002

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

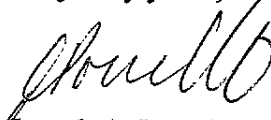
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****385.00 ****385.00

Re: Gershenbaum Family Limited Partnership

Dear Sir/Madam:

Please find enclosed a Certificate of Limited Partnership and Affidavit of Capital Contributions for Gershenbaum Family Limited Partnership. Also enclosed is a check for \$385.00 (\$350.00 for the filing fee for the Limited Partnership based on anticipated capital contributions by the limited partners of \$50,000 and \$35 for the Registered Agent Designation). Once filed, please send documents to the undersigned at the address listed above. We thank you in advance for your attention to this matter.

Very truly yours,


Joseph A. Porrello

JAP/dl

Enclosures

J. BRYAN AUG 16 2002

CERTIFICATE OF LIMITED PARTNERSHIP
OF
GERSHENBAUM FAMILY LIMITED PARTNERSHIP

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1. The name of this limited partnership, formed under the provisions of Chapter 620, Florida statutes is:

Gershenbaum Family Limited Partnership

2. The principal office of this limited partnership is:

2751 South Ocean Drive
Hollywood, Florida 33021

3. The mailing address of this limited partnership is:

2954 B. Aventura Boulevard
Aventura, Florida 33180

4. The street address of the Registered Agent of this limited partnership is:

2751 South Ocean Drive
Hollywood, Florida 33021

5. The name of the Registered Agent of this limited partnership at that address is:

Shirley Gershenbaum

6. The latest date upon which this limited partnership is to be dissolved is:

December 31, 2090

7. The name and address of the general partner of this limited partnership is:

Gershenbaum Family Management Company, Inc. #P02000087101
2751 South Ocean Drive
Hollywood, Florida 33021

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 9th day of August, 2002.

Gershenbaum Family Management Company, Inc.

By: Shirley Gershenbaum
Shirley Gershenbaum, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR
GERSHENBAUM FAMILY LIMITED PARTNERSHIP

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The undersigned constituting the sole general partner of Gershenbaum Family Limited Partnership, a Florida Limited Partnership, certifies:

The amount of capital contributions to date of the limited partners is \$0.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$50,000.00.

Signed this 9th day of August, 2002.

FURTHER AFFIANT SAYETH NOTH.

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

Signature of the sole general partner:

Gershenbaum Family Management Company, Inc.

By: Shirley Gershenbaum
Shirley Gershenbaum, President