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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : COMITER & SINGER, LLP
Account Number : I20000000085
Phone : (561) 626-4742
Fax Number : (561) 626-4742

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA LIMITED PARTNERSHIP

JG Partners, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$1,785.00

HO20002309829

**CERTIFICATE OF LIMITED PARTNERSHIP OF
JG PARTNERS, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of JG PARTNERS, LTD., a Florida limited partnership (the "General Partner"), desires to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 1986 as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is JG PARTNERS, LTD. (the "Partnership").
2. The address of the office of the Partnership is 134 Rosales Court, Miami, FL 33143.
3. The name and address of the agent for service of process of the Partnership is JG PARTNERS, LLC, 134 Rosales Court, Miami, FL 33143.
4. The name and business address of the General Partner is JG PARTNERS, LLC, 134 Rosales Court, Miami, FL 33143.
5. The mailing address of the Partnership is 134 Rosales Court, Miami, FL 33143.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2050, unless the Partners agree to extend the term.
7. The Partnership shall be effective upon the filing of this Certificate of Limited Partnership (the "Certificate") with the State of Florida, Department of State.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act of 1986, as amended.

Under penalties of perjury the undersigned declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

Signed this 10 day of June, 2002.

GENERAL PARTNER:

JG PARTNERS, LLC,
a Florida limited liability company

By: [Signature]
Jacqueline D. Green, Managing Member

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for JG PARTNERS, 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 the registered agent.

JG PARTNERS, LLC,
a Florida limited liability company,
Registered Agent

By: 
Jacqueline D. Green, Managing Member

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTION
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the sole general partner of JG PARTNERS, LTD., a Florida Limited Partnership (the "Partnership"), certifies as follows:

The amount of capital contributions to date made by the Limited Partners to the Partnership is \$0.00.

The total amount of capital contributed and anticipated to be contributed by the Limited Partners to the Partnership at this time totals \$600,000.00.

Signed this 10 day of June, 2002. —

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNER:

JG PARTNERS, LLC,
a Florida limited liability company

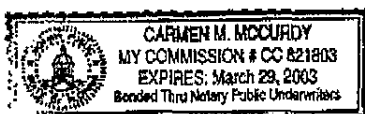
By: [Signature]
Jacqueline D. Green, Managing Member

STATE OF FLORIDA
COUNTY OF Dade }

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 Jacqueline D. Green, in her capacity as the Managing Member of JG PARTNERS, LLC, a Florida limited liability company, the General Partner of JG PARTNERS, LTD., known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and she acknowledged to me and before me that she executed this Affidavit freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 10 day of June, 2002.

[SEAL]



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Carmen M. McCurdy
Notary Public
State of Florida, at Large
Carmen M. McCurdy
Typed or Printed Name of Notary



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