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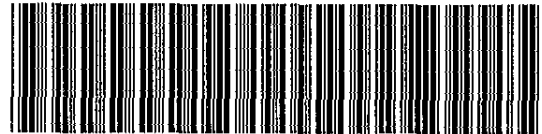
Carrier

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FF \$1785.00
CC 52.50



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03 FEB 11 AM 10:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TC
\$1,000,000.00

MICHAEL D. TANNENBAUM

Attorney at Law

2161 PALM BEACH LAKES BLVD.
SUITE 304

WEST PALM BEACH, FLORIDA 33409

Telephone (561) 471-1406

Fax (561) 683-7551

February 7, 2003

Secretary of State
Division of Corporations
P.O. Box 5588
Tallahassee, FL 32314

RE: Filing of Certificate of Limited Partnership
Taub Associates, Ltd.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the **Certificate of Limited Partnership** of the Taub Associates, Ltd. Also enclosed is a check in the sum of \$1,837.50 which represents the filing fee and the Certified Copy Fee.

Please file the enclosed Certificate of Limited Partnership and return the certified copy to me in the enclosed self-addressed, envelope.

If there is a problem, please do not hesitate to call.

Very truly yours,


MICHAEL D. TANNENBAUM

MDT/cd

Encl.

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03 FEB 11 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
Taub Associates, Ltd.
a Florida Limited Partnership**

03 FEB 11 AM 10:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned general partners desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Taub Associates, Ltd.
2. The address of the office of the Partnership is 103 Quayside Drive, Jupiter, Florida 33477.
3. The name and address of the agent for services of process on the Partnership is Sheldon J. Taub, 103 Quayside Drive, Jupiter, Florida 33477.
4. The names and business addresses of the general partners are as follows:

Sheldon J. Taub
103 Quayside Drive
Jupiter, FL 33477

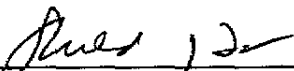
Adrienne C. Taub
103 Quayside Drive
Jupiter, FL 33477

5. The mailing address of the Partnership is 103 Quayside Drive, Jupiter, Florida 33477.
6. The latest date upon which the Partnership shall dissolve is December 31, 2032.

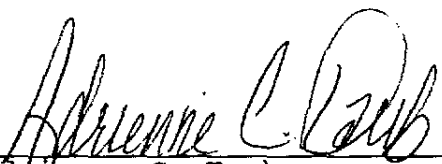
The execution of this certificate by the undersigned general partners constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership
has been executed by all of the general partners of Taub
Associates, Ltd., this 30 day of Jan, 2003.

GENERAL PARTNERS



Sheldon J. Taub



Adrienne C. Taub

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03 FEB 11 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Taub Associates, 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 registered agent.

REGISTERED AGENT


SHELDON J. TAUB

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03 FEB 11 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned personally appeared Sheldon J. Taub, one of the general partners of Taub Associates, Ltd., a Florida Limited Partnership, hereinafter referred to as 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 as follows:

ONE MILLION DOLLARS (\$1,000,000.00)

2. The amount of additional capital contribution anticipated to be contributed by the Limited Partners is as follows:

NONE

FURTHER AFFIANT SAYETH NOT.

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.

DATED: Jan 30 2003

Sheldon J. Taub
Sheldon J. Taub,
General Partner

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03 FEB 11 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Sheldon J. Taub, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th, day of January, 2003.



Tracy Lynn Thompson
NOTARY PUBLIC

My Commission Expires

August 27, 2006

fileamzp

STATE OF FLORIDA

COUNTY OF PALM BEACH

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned personally appeared Adrienne C. Taub, one of the general partners of Taub Associates, Ltd., a Florida Limited Partnership, hereinafter referred to as 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 as follows:

ONE MILLION DOLLARS (\$1,000,000.00)

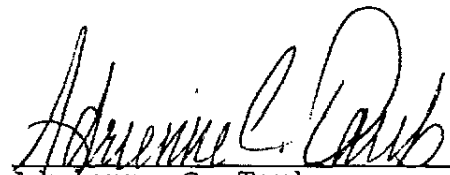
2. The amount of additional capital contribution anticipated to be contributed by the Limited Partners is as follows:

NONE

FURTHER AFFIANT SAYETH NOT.

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.

DATED: Jan 30 2003



Adrienne C. Taub,
General Partner

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FEB 11 AM 10:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Adrienne C. Taub, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Affidavit as General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 30th day of January, 2003.



Tracy Lynn Thompson
NOTARY PUBLIC

My Commission Expires

August 27, 2006