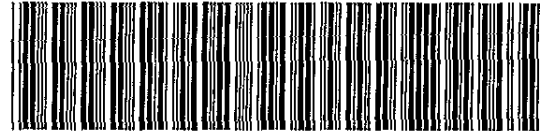


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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Office Use Only

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ZANZURI HOLDINGS, LTD.

FILED

03 APR 23 AM 10: 1:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned individual, being either the general partner or other authorized representative of the general partner presents this Certificate of Limited Partnership to the Florida Secretary of State for the formation of a limited partnership under the laws of the State of Florida.

**ARTICLE I
NAME:**

The name of the Limited Partnership is **Zanzuri Holdings, Ltd.**

**ARTICLE II
BUSINESS ADDRESS:**

The business address of the Limited Partnership is 6840 S.W. 81 Terrace, Miami, Florida 33143.

**ARTICLE III
REGISTERED AGENT**

The registered agent's name and address is Clement Zanzuri with an address at 6840 S.W. 81 Terrace, Miami, Florida 33143.

**ARTICLE IV
DISSOLUTION DATE**

The latest date upon which the Limited Partnership is to be dissolved is: May 1, 2053.

**ARTICLE V
GENERAL PARTNERS**

Name of the sole general partner:

Street Address:

Zanzuri, LLC, a Florida limited liability
company

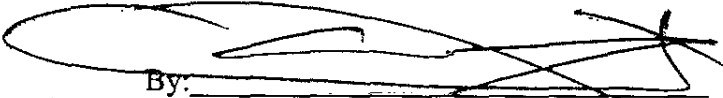
6840 S.W. 81 Terrace
Miami, Florida 33143

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 22th day of April, 2003.

Signatures of all general partners:

Zanzuri, LLC, a Florida limited liability company


By: _____
Name: Clement Zanzuri, sole member

FILED
03 APR 23 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, 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.

Dated: April 22, 2003


Clement Zanzuri

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

FILED
03 APR 23 AM 10:
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a representative of Zanzuri, LLC., a Florida limited liability company and the sole general partner of Zanzuri Holdings, Ltd., a Florida limited partnership, certifies as follows:

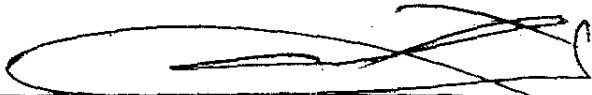
The amount of capital contributions to date of the limited partners is \$500.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$500.00.

Signed this 22th day of April, 2003.

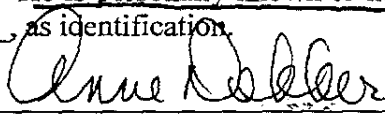
FURTHER AFFLIANT SAYETH NOT.

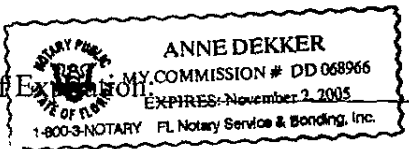
Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

By: 
Name: Clement Zanzuri, sole member

State of Florida)
): ss
County of ~~Dade~~ Miami)

The foregoing instrument was acknowledged before me this 22nd day of April, 2003, , by Clement Zanzuri, the sole member of Zanzuri, LLC., a Florida limited liability company, the sole General Partner of Zanzuri Holdings, Ltd. He is personally known to me or has produced as identification.


Notary Public
Print Name: Anne Dekker

Date of Execution: _____

1-800-3-NOTARY FL Notary Service & Bonding, Inc.