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| (Corporation  | Name)        | (1        | ocument#)                               | •                                       |
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| NEW FILINGS   |              | AMEND     | <u>MENTS</u>                            |   |
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| OTHER FILINGS   |              | REGIST    | TRATION/QU                              | JALIFICATION .                          |
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CERTIFICATE AND AFFIDAVIT OF FLORIDA LIMITED PARTNERSHO

# HERSCOVICI LIMITED PARTNERSHIP A FLORIDA LIMITED PARTNERSHIP

HERSCOVICI MANAGEMENT LLC (the "General Partner"), hereby makes, acknowledges and files this Certificate of Limited Partnership (the "Certificate") for the HERSCOVICI LIMITED PARTNERSHIP (hereinafter referred to as the "Partnership").

- 1. <u>Name of Partnership</u>. The name of the Partnership is the HERSCOVICI LIMITED PARTNERSHIP.
- 2. <u>Mailing Address and Principal Place of Business of the Limited Partnership</u>. The mailing address of the Partnership is 1840 Chucunantah Rd., Coconut Grove, FL 33133. The General Partner shall promptly give notice to the other Partners of any change of mailing address.
- 3. Name and Business Address of General Partner. The name and business address of the General Partner of the Partnership is as follows:

Herscovici Management LLC
1840 Chucunantah Rd.
Coconut Grove, FL 33133

- 4. <u>Effective Date</u>. The Partnership will become effective upon the filing of this Certificate and shall terminate and dissolve no later than May 31, 2062.
- 5. <u>Agent for Service of Process</u>. The Agent for service of process on the Partnership shall be World Corporate Services, Inc., 2665 South Bayshore Drive, Suite 703, Miami, FL 33133.

IN WITNESS WHEREOF, the undersigned has hereunto affixed his signature and seal and swears to the foregoing as of this \_\_\_\_\_\_ day of May, 2003, in accordance with Florida Statutes Section 620.108.

GENERAL PARTNER:

Randy Herscovici, Manager

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR HERSCOVICI LIMITED PARTNERSHIP A FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting the sole General Partner of HERSCOVICT LIMITED PARTNERSHIP, a Florida Limited Partnership, certifies:

The total amount of capital contributions to date by the Limited Partners is One Thousand Dollars (\$1,000.00).

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals One Thousand Dollars (\$1,000.00).

Signed this 7 day of May, 2003.

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:

HERSCOVICI MANAGEMENT LLC a Florida limited liability company

By:

Randy Herscovici, Manager

| STATE OF FLORIDA     | )     |
|----------------------|-------|
|                      | ) ss: |
| COUNTY OF MIAMI-DADE | )     |

Notary Public, State of Florida at Large

My Commission Expires:

Albert J. Lazo
Commission #DD157251
Expires: Oct 10, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF HERSCOVICI LIMITED PARTNERSHIP A FLORIDA LIMITED PARTNERSHIP

My Commission Expires:

### ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACCEPT the appointment as registered agent for service of process within the State of Florida of the limited partnership named Herscovic Limited Partnership as set forth in the Certificate and Affidavit of Limited Partnership hereinabove set forth and hereby further state that I may be found as registered agent for service of process upon said partnership at the address set forth in Paragraph 5 of this Certificate.

Dated this

2003.

Mitchell/S. Polansky Vice President

World Corporate Services, Inc., a Florida corporation

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