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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
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TALLAHASSEE, FLORIDA

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J. BRYAN AUG - 6 2003



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 196092 4300A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : August 6, 2003

ORDER TIME : 10:53 AM

ORDER NO. : 196092-010

CUSTOMER NO: 4300A

CUSTOMER: Mr. David Vogel
Weiner Cummings & Vittoria

4th Floor
1428 Brickell Avenue
Miami, FL 33131

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OFFICE OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PEGA INVESTMENTS, LTD.

*****FILE 2ND*****

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PEGA INVESTMENTS, LTD.**

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TALLAHASSEE, FLORIDA

1. The name of the limited partnership is **PEGA INVESTMENTS, LTD.** (the "Partnership").
2. The address of the office of the Partnership is 13611 Deering Bay Drive, #401, Coral Gables, FL 33158.
3. The name of the Registered Agent for service of process of the Partnership is **PAUL R. KAYWIN.**
4. The Florida street address for one Registered Agent is 13611 Deering Bay Drive, #401, Coral Gables, FL 33158.
5. Paul R. Kaywin
Signature of Registered Agent
6. The mailing address of the Partnership is 13611 Deering Bay Drive, #401, Coral Gables, FL 33158.
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2073.
8. Name and address of General Partner:

PEGA MANAGEMENT, LLC #L03000028993
13611 Deering Bay Drive, #401
Coral Gables, FL 33158

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.

Signed this 4TH day of AUG., 2003.

GENERAL PARTNER:
PEGA MANAGEMENT, LLC

By: Paul R. Kaywin
PAUL R. KAYWIN, President

ACCEPTANCE OF APPOINTMENT AS RESIDENT AGENT

THE UNDERSIGNED, having been named as resident agent for **PEGA INVESTMENTS, LTD.**, a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, does 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.

RESIDENT AGENT:

PEGA MANAGEMENT, LLC

By: _____

Paul R. Kaywin
PAUL R. KAYWIN, President

94021pk.FloridaVersion.001

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CLERK OF COURT
TALLAHASSEE, FLORIDA

PEGA INVESTMENTS, LTD.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED, President of PEGA MANAGEMENT, LLC, being the sole General Partner of PEGA INVESTMENTS, LTD., a Florida limited partnership (the "Partnership"), certifies that the total initial amount of capital contributions and the anticipated amount of capital contributions by the Limited Partners of the Partnership is as follows:

<u>PARTNER</u>	<u>INITIAL CONTRIBUTION</u>	<u>ANTICIPATED CONTRIBUTION</u>
GENERAL PARTNER:		
PEGA MANAGEMENT, LLC	<u>3,000</u>	<u>5,000</u>
LIMITED PARTNER:		
Paul R. Kaywin Living Trust u/a/d 08/04/03	<u>3,000</u>	<u>5,000</u>
LIMITED PARTNER:		
Ellen B. Kaywin Living Trust u/a/d 08/04/03	<u>294,000</u>	<u>490,000</u>

FURTHER AFFIANT SAYETH NAUGHT.

GENERAL PARTNER:

PEGA INVESTMENTS, LTD.

By: PEGA MANAGEMENT, LLC, General Partner

By: Paul R. Kaywin
PAUL R. KAYWIN, President

STATE OF FLORIDA)
 Miami) SS
COUNTY OF DADE)

The foregoing instrument was acknowledged before me by PEGA MANAGEMENT, LLC, General Partner by PAUL R. KAYWIN, who is personally known to me, or who produced proof of i.d. as identification, this 4th day of Aug., 2003.

Lawrence Weiner
Notary Public, State of Florida
My Commission CC0923937
Expires April 20, 2004