

A03000001186

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

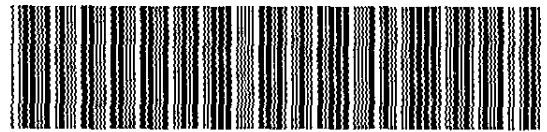
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

8/20  
MS



900022301439

08/14/03--01037--010 \*\*1846.25

SEVENTH DISTRICT  
TALLAHASSEE, FLORIDA

03 AUG 14 PM 12:57

FILED

*Law Offices*  
**BERMAN & BERMAN, P.A.**

13500 N. KENDALL DRIVE  
SUITE 129  
MIAMI, FLORIDA 33186

(305) 387-3351

FAX (305) 387-1929

DAVID M. BERMAN  
J.D., LL.M. (TAXATION)  
PAUL F. BERMAN

bermanlaw@earthlink.net

August 13, 2003

Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Eekhoorn Family Partnership

Dear Sir or Madam:

Please process the enclosed Certificate of Limited Partnership of Eekhoorn Family Limited Partnership. I have enclosed a check in the amount of \$1,846.25 to cover filing fees and the cost of one certificate of status and one certified copy.

Very Truly Yours,

LAW OFFICES OF  
BERMAN & BERMAN, P.A.

  
\_\_\_\_\_  
Audra M. Berman, CLAS

03 AUG 14 PM 12:57  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ECKHORN FAMILY LIMITED PARTNERSHIP

FILED  
03 AUG 14 PM 12:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The parties hereto do hereby certify that an Agreement was made effective the 26 day of June, 2003, Miami, Florida, by the following, herein called:

GENERAL PARTNER:  
PB L.L.C.

LIMITED PARTNERS:  
KARIM BENYAHIA REVOCABLE TRUST, KARIM BENYAHIA, TRUSTEE

PASCALE VAN CLEEMPUT REVOCABLE TRUST, PASCALE VAN CLEEMPUT, TRUSTEE

WITNESSETH:

The parties hereto, on the date described above, formed a Limited Partnership.

1. Name. The name of this Limited Partnership is The Eekhorn Family Limited Partnership.
2. Business. The general character of the Partnership business shall be to hold, develop and lease real estate and equipment, and conduct a general business as thereto related.
3. Principal Place of Business. The location of the principal place of business of the Partnership is 3515 NW 113 Court, Miami, FL 33178.
4. Registered Agent. The registered agent for service for this Limited Partnership is David M. Berman whose address is 13500 N. Kendall Drive, Suite 129, Miami, FL 33186.

*I Hereby accept this designation as registered agent for service of process for Eekhoorn Family Limited Partnership*



David M. Berman

5. The Partners. The General Partner and Limited Partner of this Limited Partnership are as follows:

GENERAL PARTNERS  
PB L.L.C. - LO3000024161

PLACE OF RESIDENCE  
3515 NW 113 Court, Miami, FL 33178

LIMITED PARTNERS  
KARIM BENYAHIA REVOCABLE TRUST,  
KARIM BENYAHIA, TRUSTEE

PLACE OF RESIDENCE  
3515 NW 113 Court, Miami, FL 33178

PASCALE VAN CLEEMPUT REVOCABLE TRUST,  
PASCALE VAN CLEEMPUT, TRUSTEE

3515 NW 113 Court, Miami, FL 33178

03 AUG 14 PM 2:57  
FILED  
TALLAHASSEE  
FLORIDA

6. Term. The Partnership shall begin on the 26 day of June, 2003, and shall continue for fifty-five years thereafter unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

7. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.

8. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his capital contribution except upon dissolution of the partnership.

9. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportions as the Partners' then capital interest accounts, unless retained for the Partnership investment and business activities.

10. Assignments. A Limited Partner shall have the right to sell his interest in the Partnership, but only after such Limited Partner gives to the Partnership a 120-day opportunity to purchase such interest, as explained in detail by the Partnership Agreement.

11. Additional Limited Partners. The General Partner may admit additional limited partners.

12. Priority Among Limited Partners. There is not priority of one Limited Partner over another as to the contributions or compensation by way of income.

13. Continuance of Business. Upon the death, retirement or insanity of the surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary a new General Partner. If the last surviving or serving General Partner has died, retired and/or becomes insane, then the Limited Partners holding interest in capital in excess of fifty percent (50%) of the capital owned by all Limited Partners may elect to continue the Partnership by selecting a new General Partner.


14. Property Other Than Cash. A Limited Partner may not demand property other than cash in return for his contributions.


15. Amount of Cash and Agreed Value and Description of Other Property Contributed. The Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A" attached hereto, with an agreed value of \$9,000,000.00


FILED  
 03 AUG 14 PM 12:17  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

SCHEDULE A

Partners	Percentage Interest	Contribution
GENERAL PARTNER: PB L.L.C.	1%	
LIMITED PARTNERS: KARIM BENYAHIA REVOCABLE TRUST, KARIM BENYAHIA, TRUSTEE	88%	\$8,000,000.00
PASCALE VAN CLEEMPUT REVOCABLE TRUST, PASCALE VAN CLEEMPUT, TRUSTEE	11%	\$1,000,000.00

GENERAL PARTNER:  
  
 PB L.L.C. Date: 6/26/03

LIMITED PARTNERS:  
  
 KARIM BENYAHIA-REVOCABLE TRUST,  
 KARIM BENYAHIA, TRUSTEE Date: 6/26/03

  
 PASCALE VAN CLEEMPUT REVOCABLE TRUST,  
 PASCALE VAN CLEEMPUT, TRUSTEE Date: 6/26/03