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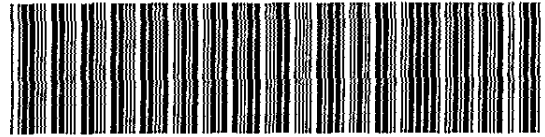
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SACHS SAX KLEIN

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LINDA L. SNELLING, Esq.
E-MAIL: lls@sachs-sax-klein.com

August 28, 2003

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

**Re: Certificate of Limited Partnership of Emjay Family Partnership, Ltd.
a Florida Limited Partnership**

Dear Sir or Madam:

Enclosed herein for filing please find the following:

1. The *original* and one copy of the Certificate of Limited Partnership of Emjay Family Partnership, Ltd., a Florida Limited Partnership;
2. The *original* Affidavit of Capital Contributions;
3. A check in the amount of \$297.50 made payable to the Department of State representing the filing fee for a Florida Limited Partnership and providing a certified copy of the Certificate of Limited Partnership; and
4. Pre-addressed, stamped return envelope

Please return the certified copy of the Certificate of Limited Partnership in the self-addressed, stamped envelope enclosed. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

SACHS SAX KLEIN


Linda L. Snelling

LLS/kla
Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
EMJAY FAMILY PARTNERSHIP, LTD.
A FLORIDA LIMITED PARTNERSHIP**

The undersigned General Partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the limited partnership is **EMJAY FAMILY PARTNERSHIP, LTD.** (the "Partnership").

2. The address of the office of the Partnership is 1855 East 12th Street, Apt. 7P, Brooklyn, New York 11229.

3. The name and address of the agent for service of process of the Partnership is:

Linda L. Snelling, Esq.
301 Yamato Road, St. 4150
Boca Raton, Florida 33431

4. The name and address of the General Partners are as follows:

EMILY WISKOFF
1855 East 12th Street, Apt. 7P
Brooklyn, New York 11229

JASON HAIBI
1855 East 12th Street, Apt. 7P
Brooklyn, New York 11229

5. The mailing address of the Partnership is **EMJAY FAMILY PARTNERSHIP, LTD.**, 1855 East 12th Street, Apt. 7P, Brooklyn, New York 11229.

6. The latest date upon which the Partnership will dissolve is August 10, 2053.

7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by the General Partner.

The execution of this Certificate by the undersigned General Partners constitutes an affirmation under penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partners of the **EMJAY FAMILY PARTNERSHIP, LTD.**, this 11th day of August, 2003.

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JULIAN J. CORPORATION'S
FALLAH, ESQ., FLORIDA

GENERAL PARTNER:


EMILY WISKOFF


JASON HAIBI

JAMES A. ARO
Notary Public for the State of New York
My Comm. Expires 12/31/06
8/11/03

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME the undersigned, personally appeared **EMILY WISKOFF** and **JASON HAIBI**, the General Partners of the **EMJAY FAMILY PARTNERSHIP, LTD.**, a Florida Limited Partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, did certify as follows:

1. The amount of capital contributions of the Limited Partners is attached hereto as Exhibit "B".
2. The anticipated amount of additional capital contributions of the Limited Partners is none at this time.

FURTHER AFFIANT SAYETH NAUGHT.

Under penalties of perjury, I declare that I have read the foregoing, and the facts alleged are true, to the best of my knowledge and belief.

Dated this 11th day of August, 2003.

GENERAL PARTNER

Emily Lauren Wiskoff
EMILY WISKOFF

STATE OF New York)
) ss:
COUNTY OF Kings)

The foregoing instrument was acknowledged before me this 11th day of August, 2003, by **EMILY WISKOFF**, General Partner of the **EMJAY FAMILY PARTNERSHIP, LTD.**, who is personally known to me or who did identify herself by NYDL # 888-956293.

Notary Seal

JAMES ASARO
Notary Public, State of New York
Exp. 10/18/2006
Qualified in Kings County
Commission Expires April 15, 2006

Notary Public

Name Printed

James Asaro

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TALLAHASSEE, FLORIDA

GENERAL PARTNER

Jason Haibi
JASON HAIBI

STATE OF New York)
) ss:
COUNTY OF Kings)

The foregoing instrument was acknowledged before me this 11 day of August, 2003, by JASON HAIBI, General Partner of the EMJAY FAMILY PARTNERSHIP, LTD., who is personally known to me or who did identify herself by NY DL # 237-146-233

Notary Seal

JAMES ASARO
Notary Public, State of New York
No. 01450072752
Queens/Kings County
Commission Expires April 15, 2006

James Asaro
Notary Public

Name Printed

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TALLAHASSEE, FLORIDA

EXHIBIT "B"

Schedule of Partners' Capital Contribution

<u>Partner</u>	<u>Percentage in cash or Property</u>	<u>Initial Capital Contributed or to be Contributed</u>
General Partner:		
EMILY WISKOFF	.5 %	\$ 150
JASON HAIBI	.5 %	\$ 150
Limited Partners:		
EMILY WISKOFF	49.5%	\$ 14,850
JASON HAIBI	49.5%	\$ 14,850
		<u>\$ 30,000</u>

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