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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA LIMITED PARTNERSHIP

Mainstreet DCC, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	03
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CERTIFICATE OF LIMITED PARTNERSHIP

OF

MAINSTREET DCC, 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 MAINSTREET DCC, LTD. (the "Partnership").

2. The address of the office of the Partnership is One Financial Plaza, Suite 2212, Fort Lauderdale, Florida 33394.

3. The name and address of the agent for service of process on the Partnership is Mainstreet DCC, Inc., One Financial Plaza, Suite 2212, Fort Lauderdale, Florida 33394.

4. The name and business address of each general partner is as follows:

Mainstreet DCC, Inc. One Financial Plaza, Suite 2212
Fort Lauderdale, Florida 33394

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5. The mailing address of the Partnership is One Financial Plaza, Suite 2212, Fort Lauderdale, Florida 33394.

6. The latest date upon which the Partnership will dissolve is December 31, 2103.

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

This Certificate of Limited Partnership has been executed by the sole General Partner of Mainstreet DCC, Ltd. this 11th day of December, 2003.

GENERAL PARTNER:

MAINSTREET DCC, INC.,
a Florida corporation

By: 
Paul J. Kilgallon, President

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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Mainstreet DCC, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees 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.

REGISTERED AGENT:

MAINSTREET DCC, INC.,
a Florida corporation

By: 
Paul J. Kilgallon, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting the sole general partner of Mainstreet DCC, Ltd., a Florida limited partnership, certifies as follows:

FIRST: The amount of capital contributions to date of the limited partners is \$100.

SECOND: The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

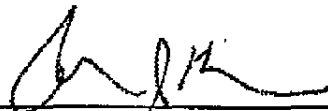
Executed this 11th day of December, 2003.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the undersigned declares that it has read the foregoing and that the facts alleged are true, to the best of its knowledge and belief.

GENERAL PARTNER:

MAINSTREET DCC, INC.,
a Florida corporation

By: 

Paul J. Kilgallon, President

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TALLAHASSEE, FLORIDA

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