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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 455207 11758A

AUTHORIZATION :

Patricia Pizoto

COST LIMIT : \$ 140.00

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TALLAHASSEE, FLORIDA

ORDER DATE : February 23, 2004

ORDER TIME : 4:21 PM

ORDER NO. : 455207-005

CUSTOMER NO: 11758A

CUSTOMER: Ms. Maryann Bock
Doumar Allsworth Cross
Laystrom Perloff Voigt Wachs M
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: THE CLARK REAL ESTATE LIMITED
PARTNERSHIP

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

CERTIFICATE OF LIMITED PARTNERSHIP

OF

THE CLARK REAL ESTATE LIMITED PARTNERSHIP

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, constituting the General Partner of THE CLARK REAL ESTATE LIMITED PARTNERSHIP, a Florida Limited partnership, hereby files its Certificate of Limited Partnership in accordance with Chapter 620, Florida Statutes, as follows:

1. Name of the Partnership: THE CLARK REAL ESTATE LIMITED PARTNERSHIP
2. The address of the office of the Partnership is.
140 Buena Vista Court
Islamorada, FL 33036
3. Name and addresses of the agent for the service of process on the Partnership is.
JEFFREY S. WACHS, ESQ.
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316
4. Name and business address of the General Partner is.
Max E. Clark and
Denise M. Clark
140 Buena Vista Court
Islamorada, FL 33036
5. Mailing address of the Partnership is.
THE CLARK REAL ESTATE
LIMITED PARTNERSHIP
c/o Max E. Clark and
Denise M. Clark
General Partners
140 Buena Vista Court
Islamorada, FL 33036

6. Latest date upon which the Partnership will dissolve.


Will be in accordance with Section 620.157
of the Florida Statute, however, no later than
December 31, 2054.

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

IN WITNESS WHEREOF, the undersigned have duly executed this
Certificate of Limited Partnership of THE CLARK REAL ESTATE LIMITED
PARTNERSHIP, this 13th day February, 2004.

GENERAL PARTNER(S) :

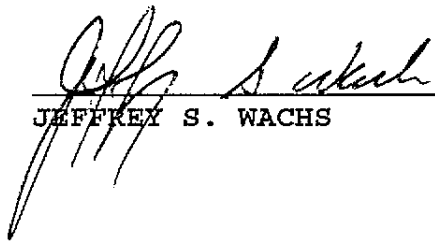

By: MAX E. CLARK


By: DENISE M. CLARK

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for THE CLARK REAL ESTATE LIMITED PARTNERSHIP, a Florida limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership agree to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT:



JEFFREY S. WACHS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared MAX E. CLARK and DENISE M. CLARK, the General Partners of THE CLARK REAL ESTATE LIMITED PARTNERSHIP, a Florida limited partnership, herein referred to as the "Partnership", who, upon being duly sworn, certified as follows:

1. As of the date hereof, the amount of capital contributions to the Partnership made by the Limited Partners is as follows:

\$5,000.00

2. The amount of capital contributions anticipated to be contributed by additional Limited Partners is as follows:

NONE

3. Affiant has executed this Affidavit of Capital Contributions as the duly authorized representative of the General Partner of said Partnership.

FURTHER AFFIANT SAYETH NOT.

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

DATED this 13th day of February, 2004.


MAX E. CLARK


DENISE M. CLARK

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by **MAX E. CLARK**, who appeared personally before me and took an
oath, who is personally known to me or who produced FL Drivers
License C462545-42-403-0 as identification, on this
13th day of February, 2004.



Maryann P. Book
Notary Public, State of Florida
Print Name: Maryann P. Book
Commission Number: DD209458
My Commission expires: 5/5/07

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by **DENISE M. CLARK**, who appeared personally before me and took an
oath, who is personally known to me or who produced FL Drivers
License C462173-55-601-0 as identification, on this
13th day of February, 2004.



Maryann P. Book
Notary Public, State of Florida
Print Name: Maryann P. Book
Commission Number: DD209458
My Commission expires: 5/5/07