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UNIVERSITY OF STATE OF STATE OF CORPORATIONS

Department of State Division of Corporations and Partnerships P.O. BOX 6327 Tallahassee, FL 32314

April 28, 2004

SUBJECT: G.D.W.J. Partnership Ltd.

Enclosed are an original and ... an original and two copies of the Certificate and

Check enclosed for \$205.25 and \$1.00 money order for the \$206.25 needed below. I apologize. The original addition was incorrect and the check was made for \$1 less than apologize.

\$ 52.50	Filing Fee
\$35,00	Designation of Registered Agent
\$ 57.50	Additional certified copy
\$ 61.25	7 certificates
\$206,25	total

Please record the Partnership Agreement and certificate and affidavit and return copies to me in the Fed Ex Envelope Provided with cost billed to us as shown on label.

FROM:

Frank Owen, Attorney El Palacio Hotel suite 101 16805 NW 12th Avenue Miami, Fl 33169

Phone:

305-984-8915

CERTIFICATE OF LIMITED PARTNERSHIP

OF

G.D.W.J. PARTNERSHIP, LTD.

A Florida Limited Partnership

The undersigned, acting as formers of a limited partnership under the Florida Revised Uniform

Partnership Act, adopt the following certificate of such limited partnership.

1. Name. The name of this Limited Partnership is:

G.D.W.J. Partnership LTD.

- 2. Principal Place of Business. The location of the principal place of business of the Partnership is 16805 NW 12th Avenue, Miami, Fl 33169.
- Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Frank F. Owen at 16805 NW 12th Avenue, Miami Fl 33169, who acknowledged by his signature hereunder, that he accepts the same.
- 4. The General Partner. The name and business address of the General Partner is as follows: \[\qq -1654 \]

GENERAL PARTNER PLACE OF BUSINESS

Ross Development Corporation 16805 NW 12th avenue, Miami, Fl 33169

- Mailing Address. The mailing address of the Limited Partnership is 16805 NW
 12th avenue, Miami Florida 33169
- 6. <u>Term.</u> The Partnership shall begin at the time of filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve

on December 31, 2029, unless sooner dissolved by law or by agreement of the parties hereto or unless extended by a majority agreement of the Partners.

- 7. Partners. There are at least two Partners in the Partnership, at least one of whom is a Limited Partner.
- 8. Affidavit Declaring the Amount of Capital Contributions of the Limited

 Partners and the Amount Anticipated to be Contributed by the Limited

 Partners. The Limited Partners in the Limited Partnership have contributed the

 Capital as set forth in Schedule "B" "Affidavit of the Amount of Capital

 Contribution of the Limited Partners, and Any Amount Anticipated to be

 Contributed by the Limited Partners."

IN WITNESS WEHRE OF, the parties have hereunder executed this Certificate on the 27th day of April, 2004.

GENERAL PARTNER

ROSS DEVELOPMENT CORPORATION,

a Florida Corporation

Gerald D. Ross, President

REGISTERED AGENT:

Frank F. Owen

SCHEDULE "B"

G.D.W.J. PARTNERSHIP, LTD.

"AFFIDAVIT OF THE AMOUNT OF THE CAPITAL CONTRIBUTIONS OF THE LIMITED PARTNERSHIP, AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED BY THE LIMIMTED PARTNERS"

The undersigned presents this Affidavit, given under oath, to affirm the following:

- The amount of the capital contribution to date of the Limited Partners of G.D.W.J.
 Partnership, Ltd. Is \$750.00
- 2. The amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$750.00

G.D.W.J. Partnership, Ltd. By its General

Partner

ROSS DEVELOPMENT CORPORATE

a Florida Corporation

Gerald D. Ross, President

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

The foregoing instrument was sworn to and subscribed to before me this 27th day of April, 2004, by Gerald D. Ross, as President of Ross Development Corporation, a Florida Corporation as General Partner of G.D.W.J. Partnership, Ltd. Who is personally known to me.

NOTARY PUBLIC

