

Jul-16-2004 11:06am

From: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

0760 P.01/005

-689

A04000001180

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000147400 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
Phone : (954) 527-2428
Fax Number : (954) 764-4996

RECEIVED
04 JUL 16 AM 11:21
DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Max's 55 Miracle, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$1,846.25

FILED
04 JUL 16 AM 8:35
TALLAHASSEE, FLORIDA

7/19/04

Electronic Filing Menu

Corporate Filing

Public Access Help

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MAX'S 55 MIRACLE, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Florida Department of State this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership is Max's 55 Miracle, Ltd. (the "Partnership").
2. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") are, Dennis Max, 428 Plaza Real, Suite 224, Boca Raton, Florida 33432.
3. The address of the office in the State of Florida at which the records of the Partnership required to be maintained by Section 620.105 of the Act will be kept is 428 Plaza Real, Suite 224, Boca Raton, Florida 33432.
4. The name and business address of the General Partner of the Partnership are FJ3-Max 2, Inc., 428 Plaza Real, Suite 224, Boca Raton, Florida 33432.
5. A mailing address for the Partnership is 428 Plaza Real, Suite 224, Boca Raton, Florida 33432.
6. The latest date upon which the Partnership is to dissolve is thirty (30) years following the filing of this Certificate of Limited Partnership, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

PO# 000 105219

FILED
04 JUL 16 AM 8:35
TALLAHASSEE, FLORIDA

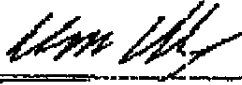
H040001474003

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, has duly executed this Certificate of Limited Partnership of Max's 55 Miracle, Ltd., this 16th day of July ~~June~~ 2004, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

FJ3-MAX 2, INC.

By: 
Dennis Max, President

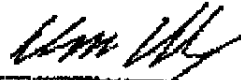
FILED
04 JUL 16 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H040001474003

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Max's 55 Miracle, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Revised Uniform Limited Partnership Act (1986).

DATED: *July* *16*, 2004.



Dennis Max, Registered Agent

FILED
04 JUL 16 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H040001474003

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
MAX'S 55 MIRACLE, LTD.**

The undersigned, being the General Partner of Max's 55 Miracle, Ltd. (the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000,000.00. No additional capital contributions are anticipated to be made by the limited partners.


It is the intention of the Partnership that this Affidavit be filed with the Department of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

FJ3-MAX 2, INC.

By 
Dennis Max, President

FILED
04 JUL 16 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H040001474003