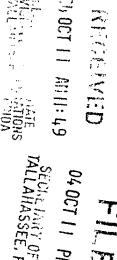
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**1785.00

PLEASE GIVE ORIGINAL SUBMISSION

PLEASE GIVE AS FILE DATE.



October 11, 2004

CORPDIRECT AGENTS

TALLAHASSEE, FL

SUBJECT: J-ROD ENTERPRISES, LTD.

Ref. Number: W04000037443

PLEASE GIVE ORIGINAL SUBMISSION DATE AS FILE DATE. THE THE PARTY OF T

We have received your document for J-ROD ENTERPRISES, LTD. and your check(s) totaling \$1785.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,785.00 payment.

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr Document Specialist

Letter Number: 104A00058699

PLEASE GIVE ORIGINAL SUBMISSION DATE AS FILE DATE.



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REF.#:	0693.30679		是是是
CORP. NAME:	J-ROD ENT	ERPRISES, LTD.	AND SEE TO
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() ANNUAL REPORT		() TRADEMARK/SERVICE MARK	() FICTITIOUS NAME
() FOREIGN QUALIFIC	CATION	(XX) LIMITED PARTNERSHIP	() LIMITED LIABILITY
() REINSTATEMENT		() MERGER	() WITHDRAWAL
() CERTIFICATE OF C	ANCELLATION		
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ŧ		TH CHECK# <u>24563</u> FOR \$ <u>17</u> CCOUNT IF TO BE DEBITE	
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Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP OF

J-ROD HOLDINGS, LTD. A Florida Limited Partnership



THE UNDERSIGNED, constituting the General Partner of J-ROD HOLDINGS, LTD, a Florida limited partnership, hereby files its Certificate of Limited Partnership in accordance with Chapter 620, Florida Statutes, as follows:

- 1. The name of the Partnership is J-ROD HOLDINGS, LTD:
- 2. The address of the office of the Partnership is:

5527 Woodland Lane Fort Lauderdale, FL 33312

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

B & C Corporate Securities, Inc. Suite 2700 One Financial Plaza Fort Lauderdale, FL 33394

4. The name and business address of the General Partner is as follows:

J-Rod Management, LLC 5527 Woodland Lane Fort Lauderdale, FL 33312 704000046210

5. The mailing address of the Partnership is:

5527 Woodland Lane Fort Lauderdale, FL 33312

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

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

IN WITNESS WHERFOF, the undersigned has duly executed this Certificate of Limited Partnership of J-ROD HOLDINGS, LTD. this <u>29</u> day of _______, 2004.

GENERAL PARTNER

J-ROD MANAGEMENT, LLC

By: Jose Rodriguez, Member/Manager

CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN

THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida

Statutes:

Having been appointed registered agent of J-ROD HOLDINGS, LTD. in the

foregoing Certificate of Limited Partnership, at the place designated in such Certificate of

Limited Partnership, the undersigned hereby agrees to act in this capacity and affirms that it is

familiar with, and accepts, the obligations of such position.

B & C CORPORATE SERVICES, INC.

Dated: June 2, 2004.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FLORIDA LIMITED PARTNERSHIP

The undersigned general partner of **J-ROD** HOLDINGS, LŢD., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to secion 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$700,000.

This 28th day of September, 2004.

FURTHER AFFIANT SAYETH NOT.

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

General Partner

J-ROD MANAGEMENT, LLC

By: Jose Rodriguez, Member/Manager