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FLORIDA LIMITED PARTNERSHIP

GONZO HOLDINGS, LTD.

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J. BRYAN NOV - 2 2004

following:

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GONZO HOLDINGS, LTD.,

a Florida Limited Partnership



- 1. The name of the partnership is GONZO HOLDINGS, LTD.
- 2. The principal address and the mailing address of the office of the partnership is 371 N.W. 112th Avenue, Coral Springs, Florida 33071.
- 3. The name and address of the agent for service of process on the partnership is ALAN B. COHN, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, Florida 33020.
- 4. The names and business address of the General Pertner(s) and the mailing address of the partnership are EDGAR J. GONZALEZ and LISA A. GONZALEZ, 371 N.W. 112th Avenue, Coral Springs, Florida 33071.
- 5. The latest date upon which the partnership shall dissolve is December 31, 2054.
- 6. No Limited Partner shall be entitled to withdraw or demand the return of any part of its capital contribution except upon dissolution of the partnership.

Witnesses:

- 7. All annual net profits of the partnership shall be divided among the partners in the same proportions as the partners' then capital accounts unless retained for partnership investments and business activities.
- 8. There is no priority of any one (1) Limited Partner over another with respect to the contributions or compensation by way of income.
- 9. A Limited Partner may not demand property other than cash in return for its contributions.

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

GENERAL PARTNER(S):

EDGA**R**JJ. GONZALEZ

Having been named as registered agent for GONZQ HOLDINGS, LTD., a

Florida limited partnership (the "Partnership), in the foregoing Certificate of Limited

Partnership, I, on behalf of the Partnership, hereby agree 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:

ADAN'B. COHN

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AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
> SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned, personally appeared EDGAR J. GONZALEZ and LISA A. GONZALEZ, the General Partner(s) of GONZO HOLDINGS, LTD., a Florida limited partnership, who, upon being duly sworn, certifies as follows:

The amount of capital contributions to the partnership made by all of the Limited Partners is as follows:

Interest in entities holding real property of approximately \$200,000.00.

The amount of additional capital contribution anticipated to be contributed by each Limited Partner is as follows:

-0-

FURTHER, AFFIANT SAYETH NAUGHT.

Under 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(s):

 $U \cap A$

The foregoing Affidavit was subscribed and acknowledged before me by
EDGAR J. GONZALEZ, who is personally known to me or who has produced
as identification, and LISA A. GONZALEZ, who is
personally known to me or who has producedas
identification, on this 11 day of October , 2004.
Quoteth a Reel
Notary Public State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
FUDITH A PUGH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. DID158259
MY COMMISSION EXP. OCT. 17,2006

