A04000002088

(Requestor's Name)
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PICK-UP WAIT MAIL
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12/20/04--01034--013 **1793.75

12/20/04--01034--012 **52.50

SECRETARY OF STATE TALLAHASSEELFLORIDA

MUL 2088

Department of State
Division of Corporations
Limited Partnership Division
P.O. Box 6327
Tallahassee, FL 32314

December 17, 2004

SUBJECT: 1900 SOUTH OCEAN LTD.

Enclosed is an original and one copy of the Certificate of Limited Partnership and Affidavit of capital contributions for 1900 SOUTH OCEAN LTD., a limited partnership and a check for \$1793.75 and a check for \$52.50 to cover the following:

Filing Fee \$1750.00
Reg. Agent Fee \$ 35.00
Cert. Status \$ 8.75
TOTAL = \$1973.75

Certified copy of Certificate of Limited Partnership: \$ 52.50

PLEASE RETURN CERTIFICATE OF STATUS AND THE CERTIFIED COPY OF THE CERTIFICATE OF LIMITED PARNERSHIP TO ME AT THE FOLLOWING:

Amanda Vaughan RGF Holding Corp. 701 Park of Commerce Blvd., Suite 100 Boca Raton, FL 33487

Tel: (561) 998-4744

Fax: (561) 998-4743

Many thanks

Amanda Vaughan/

SECRETARY OF STATE
TALLAHASSEF FI OSIGN

CERTIFICATE OF LIMITED PARTNERSHIP

- 1. Name of Limited Partnership: 1900 SOUTH OCEAN LTD.
- 2. Business address of Limited Partnership: 701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
- 3. Name of Registered Agent for Service of Process: Amanda J. Vaughan
- 4. Florida Street Address of Registered Agent: 701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
- Mailing Address of Limited Partnership:
 701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
- 7. Latest date on which the Limited Partnership is to be dissolved is: 12/31/2102.
- 8. Name of General Partner: FAIR DINKUM HOLDING CORP.

Street address of General Partner:

701 Park of Commerce Blvd., Suite 100 Boca Raton, FL 33487

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 17th day of December, 2004.

Signature of General Partner:

FOR: FAIR DINKUM HOLDING CORP.

By: David G. Fessler, as Vice President.

SECRETARY OF STATE.

TILED

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR 1900 SOUTH OCEAN LTD A FLORIDA LIMITED PARTNERSHIP.

The undersigned constituting the sole general partner of 1900 South Ocean Ltd., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is Two Hundred Fifty Thousand Dollars (US \$250,000).

The total amount contributed and anticipated to be contributed by the limited partners at this time totals Six Million Dollars (US \$6,000,000).

Signed this day of December, 2004.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signature of General Partner:

FOR: FAIR DINKUM HOLDING CORP

David G. Fessler, as vice president.

SECRETARY OF STATE.