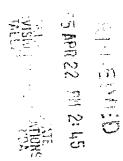
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CAPITAL CONNECTION, INC.

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Seigel Investment Management ULP

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	Art of Inc. File
	LTD Partnership File
	Foreign Corp. File
	L.C. File
	Fictitious Name File
	Trade/Service Mark
·	Merger File
	Art. of Amend. File
	RA Resignation
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
_	Photo Copy
	Certificate of Good Standing
· ·	Certificate of Status
, v	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
Signature	Fictitious Owner Search
	Vehicle Search
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Walk-In Will Pick Up	Courier

CERTIFICATE OF LIMITED PARTNERSHIP OF

SEIGEL INVESTMENT MANAGEMENT LLLP <u>A Florida Limited Liability Limited Partnership</u>



The undersigned makes the following declaration of information for the purpose of forming SEIGEL INVESTMENT MANAGEMENT LLLP under the Florida Revised Uniform Partnership Act:

- 1. <u>Name</u>. The name of this Limited Partnership is SEIGEL INVESTMENT MANAGEMENT LLLP.
- 2. <u>Business</u>. The purpose of the Partnership's business is to own, acquire, sell, manage and lease investment property of any type, kind or description, including marketable securities and real estate, and to do all other things necessary, proper, convenient or advisable in connection therewith.
- 3. <u>Principal Place of Business and Location of Records</u>. The location of the principal place of business of the Partnership is 15161 SW 71st Ct, Miami, Florida 33158, at which place the records shall be maintained.
- 4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Neil R. Chrystal, Dunwody White & Landon, P.A., 550 Biltmore Way, Suite 810, Coral Gables, Florida 33134, and who acknowledges by his signature hereunder that he accepts such designation.
- 5. <u>The General Partner</u>. The name and business address of the General Partner is Seigel Investment Management, LLC, 15161 SW 71st Ct, Miami, Florida 33158.
- 6. <u>Mailing Address</u>. The mailing address of the Limited Partnership is c/o Seigel Investment Management, LLC, 15161 SW 71st Ct, Miami, Florida 33158.
- 7. Term. The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on the 50th anniversary of the date of the Agreement of SEIGEL INVESTMENT MANAGEMENT LLLP, unless terminated or dissolved earlier or extended by written agreement of all of the Partners.

- 8. <u>Affidavit of the Amount of Capital Contributions</u>. The amount of capital contributions of each limited partner and the amount of capital contributions anticipated by the limited partners is described in the Affidavit attached as Schedule A.
- 9. <u>Intent on Qualifying Partnership as a Limited Liability Limited Partnership.</u>
 Pursuant to Section 620.187, Florida Statutes, the Partners intend to qualify the Partnership as a Limited Liability Limited Partnership by filing a Statement of Qualification with the Department of State. The Statement of Qualification shall be filed simultaneously with the Certificate of Limited Partnership.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the day of MWCN, 2005.

Witnesses

GENERAL PARTNER:

SEIGEL INVESTMENT MANAGEMENT, LLC

By: The

Paul H. Seigel, Manager

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above-referenced Florida Limited Partnership at the above-designated Registered Office, the undersigned hereby accepts the appointment, and agrees to comply with the provisions of Chapter 620 et seq., Florida Statutes, as amended from time to time, concerning the obligations of registered agents.

Executed this 25th day of March, 2005.

Neil R. Chrystal, Registered Agent

SCHEDULE A

SEIGEL INVESTMENT MANAGEMENT LLLP

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

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

1. The amount of the capital contributions to date by the Limited Partners is \$0.

- 2. The amount anticipated to be contributed by the Limited Partners at this time totals
- SEIGEL INVESTMENT
 MANAGEMENT, LLC.

 By:
 Paul H. Seigel-Manager

The foregoing instrument was acknowledged before me on this 5 day of Morch, 2005, by Paul H. Seigel, the Manager of Seigel Investment Management, LLC, on behalf of said limited liability company, and said individual is personally known to me (yes) (no) or has produced _______ as identification to me, and who acknowledged execution of the foregoing instrument.

| Notary Public, State of Florida Name: No. 1 R. [No.510]

Neil R. Chrystal
MY COMMISSION # D0169810 EXPIRES
February 15, 2007
BONDED THRU TROY FAIN INSURANCE FIRE

My Commission Expires:

\$1,000,000.00 .

STATE OF FLORIDA