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ACCOUNT NO. : 072100000032 REFERENCE: 13,78079 AUTHORIZATION: COST LIMIT : \$ 166.50 ORDER DATE: May 18, 2005 ORDER TIME : 9:27 AM ORDER NO. : 378079-010 CUSTOMER NO: 83930A CUSTOMER: Ms. Linda Lacertosa Frazier Hotte & Associates, P.A. Suite 220 6550 North Federal Highway Ft. Lauderdale, FL 33308 DOMESTIC FILING NAME: QUINCY - IAWA, LTD. EFFECTIVE DATE: ARTICLES OF INCORPORATION ___ CERTIFICATE OF LIMITED PARTNERSHIP ARTICLES OF ORGANIZATION PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: ____ CERTIFIED COPY ___ PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kelly Courtney - EXT. 2916

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP OF

QUINCY - IAWA, 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 Secretary of State, State of Florida, this Certificate of Limited Partnership, as follows:

- 1. The name of the limited partnership ("Partnership") is QUINCY IAWA, LTD.
- 2. The address of the office in the State of Florida, which will keep the records of the Partnership required to be maintained by §620.106 of the Florida Revised Uniform Limited Partnership Act (1986) ("Act") is:

8890 West Oakland Park Boulevard Suite 201 Fort Lauderdale, Florida 33351

3. The name and address of the agent for service of process required by \$620.105(2) of the Act is:

Robert W. Frazier, Jr., Esq. Frazier, Hotte & Associates, P.A. 6550 North Federal Highway Suite 220 Fort Lauderdale, Florida 33308

4. The names and business addresses of the General Partner of the Partnership is as follows:

GENERAL PARTNER

BUSINESS ADDRESS

Echion U.S.A., Inc.

8890 W. Oakland Park Boulevard

Suite 201

M89579

Fort Lauderdale, Florida 33351

5. The mailing address for the Partnership is as follows:

8890 West Oakland Park Boulevard Suite 201 Fort Lauderdale, Florida 33351

6. The latest date upon which the Partnership is to dissolve is January 1, 2035, unless otherwise continued in accordance with the terms of an amendment to this Certificate

of Limited Partnership.

GENERAL PARTNER:

Echion U.S.A., Inc., a Florida corp.

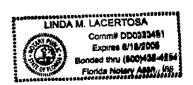
DANIEL HOTTE, PRESIDENT

Subscribed and sworn to before me this ________, day of __________, 2005 by Daniel Hotte, as President of Echion U.S.A., Inc., who is personally known to me.

Notary Public-State of Florida

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LINDA M. LACERTOSA



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN CERTIFICATE OF LIMITED PARTNERSHIP QUINCY - IAWA, LTD.

The undersigned, ROBERT W. FRAZIER, JR., ESQ., having a place of business at 6550 North Federal Highway, Suite 220, Fort Lauderdale, Florida 33308 and having been designated as the Registered Agent in the Certificate of Limited Partnership of QUINCY - IAWA, LTD., am familiar with and accept the obligations of the position of Registered Agent of QUINCY - IAWA, LTD., under Chapter 620, Florida Statutes.

Dated this 6 day of my, 2005.

Robert W. Frazier, Jr., Esq.

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AFFIDAVIT DECLARING AMOUNT OF

CAPITAL CONTRIBUTIONS OF LIMITED PARTNERSHIP OF

QUINCY - IAWA, LTD.

STATE OF FLORIDA)
	: SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Daniel Hotte, President of Echion U.S.A., Inc., General Partner of QUINCY - IAWA, LTD. ("Partnership"), a Florida limited partnership, who, being first duly sworn, states as follows:

The Limited Partners' contributions to the Partnership total Ten Thousand (\$10,000.00) Dollars at this time and no future contributions of limited partners are to be anticipated.

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

GENERAL PARTNER: Echion U.S.A., Inc., a

Florida corporation

By:_

Daniel Hotte, President

Notary Public-State of Florida

LINDA M. LACERTOSA

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