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Division of Corporations

FAX TO

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**A0500001457**

Florida Department of State  
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To:

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From:

Account Name : BROAD AND CASSEL (ORLANDO)  
Account Number : I19980000090  
Phone : (407) 839-4200  
Fax Number : (407) 839-4264

**FLORIDA LIMITED PARTNERSHIP**

**Brill Family Limited Partnership**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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7/1/2005 10:53 FAX NO. P. 02  
PAGE 001/001 Florida Dept of State



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

July 1, 2005

BROAD AND CASSEL

SUBJECT: BRILL FAMILY LIMITED PARTNERSHIP  
REF: W05000032103

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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

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Michelle Hodges  
Document Specialist

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BRILL FAMILY LIMITED PARTNERSHIP**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partner of BRILL FAMILY LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be BRILL FAMILY LIMITED PARTNERSHIP.

2. The address of the office where records shall be kept shall be 10165 Collins Avenue, #1504, Bal Harbour, Florida 33154. The name and address of the registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and address of the general partner is:

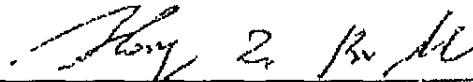
Harry Zvi Brill and Edna S. Brill, co-Trustees  
Harry Zvi Brill Living Trust dated February 7, 2001  
10175 Collins Avenue, #1504  
Bal Harbour, Florida 33154


4. The mailing address and principal place of business of the limited partnership is 10175 Collins Avenue, #1504, Bal Harbour, Florida 33154.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2055.

This Agreement has been executed by the undersigned this 31st day of March, 2005.

**GENERAL PARTNER:**

  
Harry Zvi Brill, co-Trustee of the Harry Zvi  
Brill Living Trust dated February 7, 2001

  
Edna S. Brill, co-Trustee of the Harry Zvi  
Brill Living Trust dated February 7, 2001

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**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as Registered Agent for BRILL FAMILY LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with the undersigned's statutory obligations as such.

B&C Corporate Services of Central Florida, Inc.

By: 

Anthony W. Palma, Vice President

Dated this 31<sup>st</sup> day of March, 2005.

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## AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of BRILL FAMILY LIMITED PARTNERSHIP, and being duly sworn does hereby set forth the following for the purposes of accompanying the filing of the Certificate of Limited Partnership of BRILL FAMILY LIMITED PARTNERSHIP with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is cash in the approximate amount of \$ 10,000,000.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

## GENERAL PARTNER:

Harry Zvi Brill  
Harry Zvi Brill, co-Trustee of the Harry Zvi Brill Living Trust dated February 7, 2001

Edna S. Brill  
Edna S. Brill, co-Trustee of the Harry Zvi Brill Living Trust dated February 7, 2001

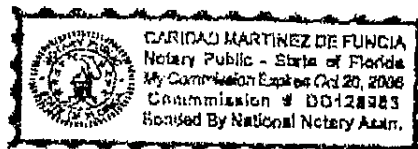
STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31 day of March, 2005, by Harry Zvi Brill and Edna S. Brill, co-Trustees of the Harry Zvi Brill Living Trust dated February 7, 2001, General Partner of Brill Family Limited Partnership, and who is either personally known to me or who has produced N/A as identification.

Caridad Martinez de Funcia  
Notary Public

My Commission Expires:

Type, print or stamp name of notary



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