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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP**BARNETT ENTERPRISES FAMILY LTD.**

Certificate of Status	1
Certified Copy	0
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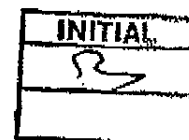
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BARNETT ENTERPRISES FAMILY LTD.,
a Florida Limited Partnership**

The undersigned General Partner(s), desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership law, hereby states the following:

1. The name of the partnership is Barnett Enterprises Family Ltd.
2. The principal address and the mailing address of the office of the partnership is 4942 Lake Sharp Drive, Orlando, Florida 32817.
3. The name and address of the agent for service of process on the partnership is GENE K. GLASSER, c/o Abrams Anton P.A., 2021 Tyler Street, Hollywood, Florida 33020.
4. The name and business address of the General Partner(s) and the mailing address of the partnership are WILLIAM BARNETT, 4942 Lake Sharp Drive, Orlando, Florida 32817.
5. The latest date upon which the partnership shall dissolve is December 31, 2035.
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.

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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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner(s) of Barnett Enterprises Family Ltd. this 12th day of August, 2005.

Witnesses:

GENERAL PARTNER(S):

Elizabeth J. Komer
Barbara Kelly

William Barnett
WILLIAM BARNETT

Having been named as registered agent for Barnett Enterprises Family 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

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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:

A handwritten signature in black ink, appearing to read 'Gene K. Glasser', written over a horizontal line.

GENE K. GLASSER

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AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA

COUNTY OF

ORANGE

} SS:

BEFORE ME, the undersigned, personally appeared WILLIAM BARNETT, the General Partner(s) of BARNETT ENTERPRISES FAMILY 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:

Herman Barnett, Trustee of the Herman Barnett Declaration of Trust Agreement dated May 19, 1994

Securities

\$400,000.00

An undivided one-half (1/2) interest in the real property located at 100 East Hallandale Beach Blvd., Hallandale, Florida 33019

\$820,000.00

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):


WILLIAM BARNETT

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The foregoing Affidavit was subscribed and acknowledged before me by
WILLIAM BARNETT, who is personally known to me or who has produced
_____ as identification, on this 12th day of August, 2005.



Notary Public, State of Florida



Darlene Kelly
My Commission DD218788
Expires May 28, 2007

My Commission Expires: