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Florida Department of State
Division of Corporations
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LIMITED PARTNERSHIP AMENDMENT

JRH INVEST, LTD

Certificate of Status	0
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Page Count	02
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**STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP**

1. The name of the limited partnership as identified in the records of the Florida Department of State:
JRH INVEST, LTD.

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Attached is a Certificate of Limited Partnership, Affidavit of Capital Contributions and applicable limited partnership filing fees.

2. The complete name of the entity after filing Statement of Qualification shall be: **JRH INVEST, LLP**

3. The street address of its chief executive office:
(If different from current recorded address):

**JRH INVEST, LLP
c/o Jerome Herskowitz
1320 South Dixie Highway, Suite 940
Coral Gables, FL 33146**

4. The street address of its principal office in Florida (if different from current recorded address):

**JRH INVEST, LLP
c/o Jerome Herskowitz
1320 South Dixie Highway, Suite 940
Coral Gables, FL 33146**

5. The limited partnership hereby elects to be a limited liability limited partnership.

6. The effective date of this filing shall be:

 X as of the date this document is filed with the Florida Secretary of State; or
 a date later than the time of filing:

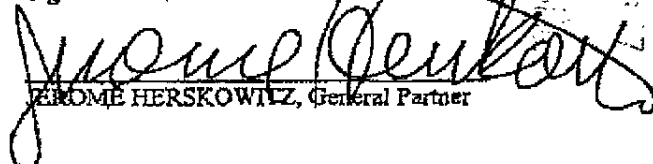
7. The name and Florida street address of the partnership's agent for service of process:

**M & W Agents, Inc.
2101 Corporate Blvd., Suite 107
Boca Raton, FL 33431**

The execution of this statement as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 8 day of Nov , 2005.

Signature of ONE Partner:


Jerome Herskowitz, General Partner

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

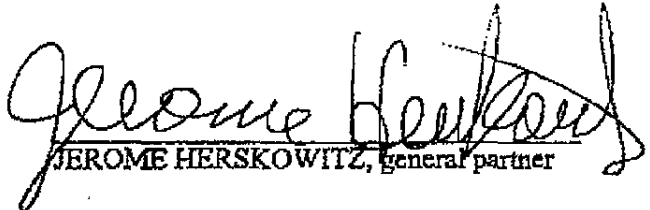
STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public for the above -described state, came JEROME HERSKOWITZ, as general partner of JRH INVEST, LTD. and being duly sworn, states that:

1. As of the date hereof, the contributions of limited partners of JRH INVEST, LTD. to the capital of that limited partnership, are \$0.

2. The anticipated contributions of limited partners of JRH INVEST, LTD. to the capital of that limited partnership, are \$ 25,000,000.


JEROME HERSKOWITZ, general partner

Sworn to and subscribed before me, this 8th day of November, 2005, by JEROME HERSKOWITZ, who is personally known to me or produced _____ as identification.


Notary Public

My commission expires:



Jordan Klingsberg
Commission #DD299598
Expires: Mar 11, 2008
Bonded Thru
Atlantic Bonding Co., Inc.