

02-24-'10 11:41 FROM

T-18 P001/004 E-341

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To:

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From:

Account Name : GREENSPOON MARDER, P.A.
Account Number : 076064003722
Phone : (888) 491-1120
Fax Number : (954) 343-6962
Michelle Narea-Popu

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

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**FLORIDA/FOREIGN LP/LLLP
BENJAMIN COHEN FAMILY LTD.**

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,061.25

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TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
BENJAMIN COHEN FAMILY LTD.,
a Florida Limited Partnership

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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 BENJAMIN COHEN FAMILY LTD.
2. The principal address and the mailing address of the office of the partnership is 6000 Island Boulevard, Unit 2806, Williams Island, Aventura, Florida 33160.
3. The name and address of the agent for service of process on the partnership is ALAN B. COHN, c/o Greenspoon Marder, P.A., 100 West Cypress Creek Road, Suite 700, Fort Lauderdale, Florida 33309.
4. The name and business address of the General Partner is Benjamin Cohen, 6000 Island Boulevard, Apartment 2806, Aventura, Florida 33160.
5. The latest date upon which the partnership shall dissolve is December 31, 2060.

Greenspoon Marder, P.A.

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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.

7. All ordinary income and losses of the partnership for Federal income tax purposes, as well as items of partnership income gain, loss, deduction or other items taken into account for Federal income tax purposes for any fiscal year, shall be allocated for bookkeeping and Federal income purposes to the partners' in accordance with their percentage partnership interests, as defined in Section 3.4 of the Limited Partnership Agreement.


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.

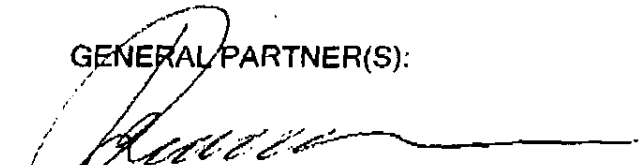
IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner(s) of BENJAMIN COHEN FAMILY LTD. this ____ day of September 23rd, 2009.

Witnesses:



(As to Benjamin Cohen, General Partner)

GENERAL PARTNER(S):



BENJAMIN COHEN

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Having been named as registered agent for BENJAMIN COHEN 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 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:

ALAN B. COHN

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Greenspoon Marder, P.A.

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