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## AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP OF R. F. PROPERTIES, LIMITED

The undersigned, as the General Partner of R. F. Properties, Limited, a Florida limited partnership, hereby files an Amended and Restated Certificate of Limited Partnership, pursuant to the laws of the State of Florida, and certifies as follows:

- 1. Name of Limited Partnership. The name of the Limited Partnership is R. F. Properties, Limited. The original certificate of limited partnership was filed with the Department of State on or about January 10, 1983.
- 2. Office for Maintenance of Business Records. The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.
- 3. Agent for Service of Process. The name and address of the Partnership's agent for service of process in Florida is Leslie A. Rubin, 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.
- 4. General Partner. The names and business addresses of the General Partner of this Limited Partnership is: Leslie A. Rubin, Limited, 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760; and Leslie A. Rubin, 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.
- 5. Address of Partnership. The mailing address of the Limited Partnership is 15201 Roosevelt Blvd., Suite 112, Clearwater, Florida 33760.
- 6. Date of Dissolution. The latest date on which the Limited Partnership is to dissolve is December 31, 2047.
- 7. Effective Date. This Amended and Restated Certificate of Limited Partnership is effective upon filing.
- 8. Execution. This Amended and Restated Certificate of Limited Partnership has been duly executed by all of the General Partners. Execution on behalf of Leslie A. Rubin, Limited, has been by its duly authorized general partner, acting on behalf of that General Partner. This Amended Certificate is being filed in accordance with Section 620.109, Florida Statutes.

Dated: December 1997 Clearwater, Florida

Leslie A. Rubin, Limited as General Partner

Leslie A. Rubin, its general partner

## SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, who is the General Partner of R. F. Properties, Limited, declares that the capital contributions of all of the Limited Partners in the Partnership are as follows:

- 1. The amount of the capital contributions of the limited partners, including cash and the value of other contributions is One Thousand Dollars (\$1,000.00).
- 2. No additional capital contributions from the limited partners are presently anticipated; however the limited partners may be required to make additional capital contributions in accordance with the terms of the Limited Partnership Agreement.

Dated: December <u>30</u>, 1997 Clearwater, Florida

Leslie A. Rubin, Limited as General Partner

by:

Leslie A. Rubin, its general partner

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 30 day of December, 1997, by Leslie A. Rubin, who is personally known to me or who has produced the following form of identification: and who did take an oath.

NOTARY/PUBLIC-STATE OF FLORIDA

Stamp or print:

Notary name:

Commission Number:

Commission Expires:

\* TOF FLORID

AMYE C ROBB My Commission CC374662 Expires May. 16, 1998

rub/RFPL/amend certificate-lp