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95 JUN 23 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6/23/95 FLORIDA DIVISION OF CORPORATIONS 12:40 AM
PUBLIC ACCESS SYSTEM
(((H95000007010))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: RUBIN BAUM LEVIN CONSTANT FRIEDMAN &
200 S BISCAYNE BLVD
2500 SE FINANCIAL CENTER
MIAMI FL 33131-2336
CONTACT: KENDALL SPARKMAN
PHONE: (305) 374-7580
FAX: (305) 374-7593

(((H95000007010))) DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP
NAME: CENTRES VENTURES MADISON EAST, LTD.
FAX AUDIT NUMBER: H95000007010 CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/23/1995 TIME REQUESTED: 12:40:04
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $157.50 ACCOUNT NUMBER: 075350000132

Note: Please print this page and use it as a cover sheet when submitting ments to the Division of Corporations. Your document cannot be processed out the information contained on this page. Remember to type the Fax Audit on the top and bottom of all pages of the document.
(((H95000007010)))

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Fax Audit No. 1195-7010

CERTIFICATE OF LIMITED PARTNERSHIP OF CENTRES VENTURES MADISON EAST, LTD.

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TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is CENTRES VENTURES MADISON EAST, LTD., a Florida limited partnership (the "Limited Partnership").

2. The address of the registered office of the Limited Partnership is:

1390 South Dixie Highway, Suite 1304
Coral Gables, Florida 33146.

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, is:

Centres Ventures Madison East, Inc.
1390 South Dixie Highway, Suite 1304
Coral Gables, Florida 33146.

4. The name and business address of the sole general partner of the Limited Partnership is:

95-40355

Centres Ventures Madison East, Inc.
3315 North 124th Street, Suite E
Brookfield, Wisconsin 53005.

5. The mailing address for the Limited Partnership is:

3315 North 124th Street, Suite E
Brookfield, Wisconsin 53005.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

This instrument prepared by:
Richard M. Goldstein, Esquire
Florida Bar No. 389617
RUBIN BAUM LEVIN CONSTANT FRIEDMAN & BILZIN
2500 First Union Financial Center
Miami, Florida 33131-2336
Telephone: 305-374-7580

Fax Audit No. 1195-7010

Fax Audit No. H95-7010

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed in the name and on behalf of the sole general partner of the Limited Partnership as of the 21st day of June, 1995.

CENTRES VENTURES MADISON EAST, INC., a Florida corporation

By: Kenneth B. Karl
Kenneth B. Karl, President

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95 JUN 23 PM 3:08
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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, as President and on behalf of CENTRES VENTURES MADISON EAST, INC., a Florida corporation (the "Corporation"), which has been designated as registered agent for CENTRES VENTURES MADISON EAST, LTD., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that the Corporation will accept service of process for and on behalf of the Limited Partnership and that the Corporation will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: June 23, 1995.

CENTRES VENTURES MADISON EAST, INC., a Florida corporation

By: Kenneth B. Karl
Kenneth B. Karl, President

Fax Audit No. H95-7010

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgements in and for the State and County aforesaid, personally appeared Kenneth B. Karl, as President of CENTRES VENTURES MADISON EAST, INC., a Florida corporation (the "Corporation"), which corporation is the sole general partner of CENTRES VENTURES MADISON EAST, LTD., a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Corporation:

1. Affiant is the President and duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.

2. As of the date hereof, the limited partners of the Limited Partnership have actually contributed to the Limited Partnership an aggregate of $1.00 of the total amount of $10,000.00 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.

FURTHER AFFIANT SAYS NAUGHT.

Kenneth B. Karl
Kenneth B. Karl

THE FOREGOING INSTRUMENT was sworn to and subscribed before me this 23rd day of June, 1995, by Kenneth B. Karl, as President of CENTRES VENTURES MADISON EAST, INC., a Florida corporation, on behalf of such corporation. Such individual is personally known to me or has produced a driver's license as identification.

My Commission Expires:

[NOTARIAL SEAL]

Print Name:_____
NOTARY PUBLIC, State of Florida
Serial No., if any:_____

OFFICIAL NOTARY SEAL
THOMAS KENDALL SPARKMAN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC140306
MY COMMISSION EXP. SEPT. 2, 1995

THOMAS KENDALL SPARKMAN
NOTARY PUBLIC STATE OF FLORIDA
SERIAL NO. CC140306

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP WILL BE SUBJECT TO REVOCATION AND $500 PENALTY FEE

LIMITED PARTNERSHIP ANNUAL REPORT

1996

FILED

95 NOV 28 PM 3:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1a. DOCUMENT # A95000000949

1. CENTRES VENTURES MADISON EAST, LTD. 96- AR

CM

2. 3315 N. 124thSt., Ste. E
Brookfield, WI 53005

2a. 3315 N. 124th St., Ste. E
Brookfield, WI 53005

3. Date Filed in FLORIDA: 06/23/1995

3a.

4. FL

5a. Capital Contributions as Shown on Record: $10,000.00

5b. Amount of Capital in FLORIDA: 10,000.00

6. FEI Number: 39-1825897

7. CERTIFICATE OF STATUS REQUIRED
Applied For
Not Applicable
$8.75 Additional Fee required for a Certificate of Status

8. FEES: 1) Filing Fee. Computed at a rate of $7 per $1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of $52.50 and a maximum of $437.50
2) Supplemental Fee $138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NOT LESS THAN $191.25 ($52.50 + $138.75) AND NO MORE THAN $576.25 ($437.50 + $138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

CENTRES VENTURES MADISON EAST, INC.
3315 NORTH 124TH STREET, SUITE E
BROOKFIELD WI 53005

10. If changed, new Registered Agent/Office

Name: Sparkman, Kendall
Street Address (P.O. Box Number is Not Acceptable): 200 South Biscayne Blvd.
Suite, Apt. #, etc.: Suite 2500
City: Miami
State: FL
Zip Code: 33131-2336

10a. Pursuant to the provisions of sections 620.1901 and 620.192, Florida Statutes, the above named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do Not Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
CENTRES VENTURES MADISON EAST, Inc.	3315 NORTH 124TH STREET Suite E	BROOKFIELD WI 53005	P95000047335

100001165197 1
-12/04/95--01019--023
****208.75 ****208.75

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I declare that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I authorize the Division of Corporations to release my telephone number, if any, in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report complies with the requirements of Chapter 620, Florida Statutes. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by Chapter 620, Florida Statutes.

DATE 11/17/95

SIGNATURE Michelle M. Nancy

Typed or Printed Name of General Partner Signing Form: Centres Ventures Madison East, Ltd., Florida Limited Partnership
By: Centres Ventures Madison East, Inc., a Florida Corporation
Michelle M. Nancy, President

Telephone Number: 414-781-8760

0005925

CR2EC03 (6/95)