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1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-0071
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800-342-8086



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DIVISION OF CORPORATION
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ACCOUNT NO. : 072100000032
REFERENCE : 090022 4336650
AUTHORIZATION : Patricia Pizzith
COST LIMIT : \$ 437.50

ORDER DATE : March 21, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 090022

3000001752888

CUSTOMER NO: 4336650

CUSTOMER: James H. Barrett, esq
BAKER & MCKENZIE
Suite 1600
701 Brickell Avenue
Miami, FL 33131

385.00
52.50
350

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DOMESTIC FILING

NAME: PGHL, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez
EXAMINER'S INITIALS:

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B/A

3/21/96

CERTIFICATE OF LIMITED PARTNERSHIP

OF

PGHL, LTD.

a Florida limited partnership

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1. The name of the limited partnership is PGHL, Ltd. (the "Partnership").
2. The principal place of business and the mailing address of the Partnership is:

801 Brickell Avenue, 9th Floor
Miami, Florida 33131
3. The name and address of the registered agent of the Partnership is:

European Technologies, Inc.
801 Brickell Avenue, 9th Floor
Miami, Florida 33131
4. The name and address of the sole General Partner of the Partnership is:

Peter G. Hellebrand
801 Brickell Avenue, 9th Floor
Miami, Florida 33131
5. The latest date upon which the Partnership is to dissolve is December 31, 2056.

IN WITNESS WHEREOF, the undersigned general partner of PGHL, Ltd. has executed this Certificate of Limited Partnership this 20th day of March, 1996.

GENERAL PARTNER:



Peter G. Hellebrand

AFFIDAVIT OF CAPITAL CONTRIBUTION

1. The name of the partnership is PGHL, Ltd., a Florida limited partnership (the "Partnership").

2. The amount of capital contributions of the Limited Partner and the amount anticipated to be contributed by the Limited Partner of the Partnership totals \$50,000.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:



Peter G. Hellebrand

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DATED: March 20, 1996

ACKNOWLEDGMENT OF REGISTERED AGENT

The undersigned, having been named as Registered Agent for PGHL, Ltd., at the place designated in this Certificate of Limited Partnership, hereby agrees to act in such capacity and to comply with the provisions of law in relation thereto.

EUROPEAN TECHNOLOGIES, INC.

By: 
Peter G. Hellebrand, President

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