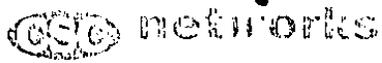


A96000000926

1201 HAYS STREET
MIAMI BEACH, FL 33139-2607
(305) 72-1711
(305) 72-1711

800-342-8086



ACCOUNT NO. : 072100000032
REFERENCE : 959805 10602A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : May 20, 1996
ORDER TIME : 1:43 PM
ORDER NO. : 959805
CUSTOMER NO: 10602A

CUSTOMER: Scott Margules, Esq
SCOTT MARGULES, ESQ

The Ives Building, Suite 303
20801 Biscayne Boulevard
North Miami Bea, FL 33180

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 29 PM 3:03

1000011836581
05/20/96 11:30:01
****554.75 ****554.75

DOMESTIC FILING

NAME: THE FREY FAMILY LIMITED PARTNERSHIP

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

G. TAX
FILING 519.75
R. AGENT FEE 35.00
C. COPY
TOTAL 554.75
N. HABA
BALANCE DUE
STATE

mk 5/20/96

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lydia E. Lott

EXAMINER'S INITIALS: BLK

95
MAY 29
PM 3:03

CERTIFICATE OF LIMITED PARTNERSHIP
OF
THE FREY FAMILY
LIMITED PARTNERSHIP
A Florida Limited Partnership

RECEIVED
STATE DEPARTMENT OF REVENUE
JAN 20 1996
5:03 PM

The party hereto does hereby certify that an Agreement was made effective the 1st day of January, 1996, at Miami, Florida:

W I T N E S S E T H :

1. Name. The name of this Limited Partnership is THE FREY FAMILY LIMITED PARTNERSHIP.

2. Address of Office Where Records are Kept. The address of the office where records are maintained pursuant to Section 620.106 is 70 Northeast 40th Street, Miami, Florida 33137.

3. Name and Address of Agent for Service of Process. The name and address of the agent for service of process is:

<u>NAME</u>	<u>ADDRESS</u>
Marshall Frey	70 Northeast 40th Street Miami, Florida 33137

4. Name and Business Address of General Partner. The name and business address of the General Partner is:

<u>GENERAL PARTNER</u>	<u>PLACE OF BUSINESS</u>
Marshall Frey	70 Northeast 40th Street Miami, Florida 33137

5. Mailing Address. The mailing address of this Limited Partnership is 70 Northeast 40th Street, Miami, Florida 33137.

6. Term. The Limited Partnership shall begin on the date the Certificate of Limited Partnership is filed with the Department of State, and shall continue for 25 years thereafter unless sooner dissolved by law or by agreement of the partners or unless extended by a majority agreement of the Partners.

The Undersigned as sole General Partner of this Limited Partnership executes and files this certificate as required by Sections 620.108, 620.114 and 620.116 of the above-referenced Act.

GENERAL PARTNER:


MARSHALL FREY

I hereby acknowledge acceptance as Registered Agent for The Frey Family Limited Partnership.

REGISTERED AGENT:


MARSHALL FREY

FILED
SECRETARY
95 MAY 20 PM 3:03

