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LAW OFFICES OF
Greenspoon Marder Hirschfeld Rafkin Ross & Berger

PROFESSIONAL ASSOCIATION

Trade Centre South • Suite 700
100 West Cypress Creek
Fort Lauderdale, Florida 33309
Broward (954) 491-1120 • Dade (305) 447-3240
Boca Raton (407) 477-7799
Fax (954) 771-9264

JUN 10 PM 11:12

William Berger¹
Gregory J. Blodig
Richard W. Epstein
Michael R. Flam
N. Dwayne Gray, Jr.
Gerald Greenspoon
Neal W. Hirschfeld²
David E. Jankowitz
Victor S. Kline
David R. Lenox
Edmund O. Loos III

Leonard Lubart
Michael E. Marder
Seth A. Marmor
Glen Rafkin¹
Michael S. Ross¹
Marc E. Schwartz
Kenneth J. Sobel
Mark D. Thomson
Charles H. Webb
Stephanie A. Yelenosky

Arthur C. Newirth - Of-Counsel

Orlando Office

SouthTrust Bank Building • Suite 1100
135 West Central Boulevard
Orlando, Florida 32801
(407) 425-6559
Fax (407) 422-6583

June 6, 1996

Reply to: Fort Lauderdale

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida, 32314

1-800-441-1234
1-800-441-1234
1-800-441-1234

Attention: Partnership

RE: CERTIFICATE OF LIMITED PARTNERSHIP FOR BUSHDOLL, LTD.

Dear Madam/Sir:

Enclosed herewith for filing are the original and one (1) copy of the Certificate of Limited Partnership for the above-captioned entity.

Please file the Certificate of Limited Partnership and return a stamped copy to the attention of the undersigned. A check made payable to the Florida Department of State in the amount of \$1,785.00 is enclosed in payment of the filing fees.

If you have any questions pertaining to the above, please do not hesitate to contact the undersigned.

Your assistance in this matter is appreciated.

Sincerely,
GREENSPOON, MARDER, HIRSCHFELD,
RAFKIN, ROSS & BERGER, P.A.

GREGORY J. BLODIG

For the Firm

Enc.

cc: bus bus state fir-4176-001

¹ Also admitted in New York

² Also admitted in Texas

Name Availability	KWM
Document Examiner	KWM
Updater	KWM
Updater Verifier	KWM
Acknowledgement	KWM
2-2 Verifier	KWM

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BUSHDOLL, LTD.

A Florida Limited Partnership

FILED
96 JUL 19 PM 4:13
CLERK OF COURT
DADE COUNTY FLORIDA

The undersigned, acting as formers of a limited partnership under the Florida Revised Uniform Partnership Act, adopt the following certificate for such limited partnership.

- A. Name. The name of this Limited Partnership is BushDoll, Ltd.
- B. Business. The general character of the Partnership business shall be to own, acquire, sell and lease investment real estate and other investment property of any type, kind or description, and to conduct a general business as thereto related.
- C. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 6885 North Ocean Boulevard, Apt. 102, Ocean Ridge, Florida 33435, at which place its records shall be maintained.
- D. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Gregory J. Blodig, Esq. at Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A., 100 West Cypress Creek Road, Suite 700, Ft. Lauderdale, Florida 33309, who acknowledges by his signature hereunder, that he accepts same.
- E. The General Partners. The name and business address of the General Partners is as follows:

General Partners

Bushrod Washington Burns

Address

6885 North Ocean Boulevard,
Apt. 102
Ocean Ridge, Florida 33435

Dolores A. Burns

6885 North Ocean Boulevard,
Apt. 102
Ocean Ridge, Florida 33435

F. Mailing Address. The mailing address of the Limited Partnership is 6885 North Ocean Boulevard, Apt. 102, Ocean Ridge, Florida 33435.

G. Term. The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on January 1, 2030, unless sooner dissolved by law or by agreement of the parties of the parties hereto or unless extended by a majority agreement of the Partners.

H. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.

I. Return of Contributions. No Limited Partner shall be entitled to withdraw or demand the return of any part of his or her capital contribution except upon dissolution of the Partnership.

J. Profits. All annual net profits of the Partnership shall be divided among the General and Limited Partners in the same proportion as the Partners' then capital interest accounts, unless retained for Partnership investment and business activities.

K. Sale or Transfer of Interest in Partnership. A Limited Partner shall not have the right to sell or transfer his or her interest in the Partnership without the prior written consent of the General Partners, unless the transfer is a permitted transfer, as explained in detail by the Partnership Agreement.

L. Additional Limited Partners. The General Partners may admit additional limited partners.

M. Priority Among Limited Partners. There is no priority of one Limited Partner

over another as to the contributions or compensation by way of income.

N. Continuance of Business. Upon the death, retirement or insanity of the last surviving General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary, by unanimous vote, a new successor General Partner.

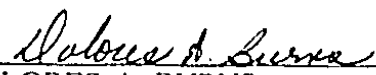
O. Property Other than Cash. A Limited Partner may not demand property other than cash in return for his or her contributions.

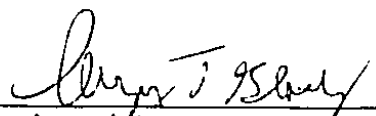
P. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Partners in the Partnership have agreed to contribute the property having a value in the Partnership as set forth on the attached Schedule "A", Affidavit of the Amount of Capital Contributions of the Limited Partnership.

IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the 4th day of June, 1996.

General Partners:


BUSHROD WASHINGTON BURNS


DOLORES A. BURNS


as Registered Agent

SCHEDULE "A"

BUSHROD LTD.

"AFFIDAVIT OF THE AMOUNT OF THE CAPITAL
CONTRIBUTIONS OF THE LIMITED PARTNERSHIP"

The undersigned presents this Affidavit, given under oath, to affirm the following:

1. The amount of the capital contribution made to date of the Limited Partnership is \$100.00.
2. The amount contributed and anticipated to be contributed by the Partners at this time totals \$1,200,000.00.


BUSHROD WASHINGTON BURNS


DOLORES A. BURNS

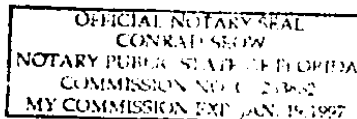
STATE OF FLORIDA)
)SS:
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 4th day of June, 1996 by Bushrod Washington Burns, who is personally known to me or has produced FL Drivers License as identification and who did/did not take an oath.


NOTARY PUBLIC, STATE OF FLORIDA

Print name: Constance

Commission Number: 0025362



STATE OF FLORIDA)
)SS:
COUNTY OF Alameda)

The foregoing instrument was acknowledged before me this 4th day of June, 1996 by Dolores A. Burns, who is personally known to me or has produced an Arizona License as identification and who did/did not take an oath.

NOTARY PUBLIC, STATE OF FLORIDA
Print name: Conan J. W.
Commission Number: 00253572

