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TALLAHASSEE, FL 32301-2607

800-142-8086



networks

PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000012

REFERENCE : 989156 4321942

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : June 17, 1996

ORDER TIME : 9:35 AM

ORDER NO. : 989156

CUSTOMER NO: 4321942

CUSTOMER: Peggy Marinelli, Legal Asst
COHEN BERKE BERNSTEIN BRODIE
KONDELL & LASZLO, P.A.
19th Floor
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: ALL-STAR MEDIA MARKETING
GROUP, 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: GLS

EXAMINER'S INITIALS:

600001870196
-06/20/96--01084--021
*****52.50 *****52.50

96 JUN 17 PM 1:19
SECTION 1
STATE
OFFICE OF
RECORDS &
ADMINISTRATION

600001870196
-06/20/96--01084--020
***1750.00 ***1750.00

J. TAX
FILING 1280.00
R-AGENT FEE 75.00
C. COPY 52.50
TOTAL 1407.50
N. BANK
BALANCE DUE
REFUND

600001870196
-06/20/96--01084--022
*****35.00 *****35.00

96 JUN 17 PM 12:05
DIVISION OF
CORPORATION
RECORDS &
ADMINISTRATION

1/17
4/17/96

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ALL-STAR MEDIA MARKETING GROUP, LTD.,**

The undersigned, as the sole general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, §§620.101-620.192 of the Florida Statutes, hereby states the following:

**ARTICLE I.
Name of the Limited Partnership**

The name of the Limited Partnership is as follows:

ALL-STAR MEDIA MARKETING GROUP, LTD.

**ARTICLE II.
Address of the Limited Partnership**

The address of the office of the Limited Partnership is as follows:

4400 N.W. 19th Street
Pompano Beach, Florida 33064

**ARTICLE III.
Registered Agent and Registered Office**

The name and address of the agent for service of process on the Limited Partnership is as follows:

COBER CORPORATE AGENTS, INC.
2601 South Bayshore Drive
19th Floor
Miami, Florida 33133.

**ARTICLE IV.
General Partner**

The name and business address of the sole general partner is as follows:

ASTI Marketing, Inc.
5434 West Sample Road, #237
Margate, Florida 33073

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ARTICLE V.
Mailing Address of the Limited Partnership

The mailing address of the Limited Partnership is as follows

5434 West Sample Road, #237
Margate, Florida 33073

ARTICLE VI.
Term of the Limited Partnership


The term for which the Limited Partnership is to exist is until December 31, 2046, unless sooner dissolved by written consent

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of ALL-STAR MEDIA MARKETING GROUP, INC. as of June 12, 1996

General Partner

ASTI MARKETING, INC., a Florida corporation

By


Anthony Indovina, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for ALL-STAR MEDIA MARKETING GROUP, LTD., a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Limited Partnership, hereby agree to accept service of process for the Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

June 12, 1996

REGISTERED AGENT:

COBER CORPORATE AGENTS, INC.

By: *Richard N. Bernstein*

RICHARD N. BERNSTEIN, Secretary

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CLERK OF COURT
JANUARY 1996

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)

SS

COUNTY OF BROWARD)

The undersigned, Anthony Indovina, as President of ASTI MARKETING, INC., first duly sworn, certifies as follows:

1. The undersigned is the sole general partner of ALL-STAR MEDIA MARKETING GROUP, LTD., a Florida limited partnership, hereinafter referred to as the "Limited Partnership."

2. The amount of capital contributions to the Limited Partnership made by the Limited Partners is: \$ -0-.

3. The amount of capital contribution anticipated to be contributed by the Limited Partners (in excess of the amount set forth in 2 above) is: \$250,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that he has read the foregoing and the facts alleged are true, to the best of his knowledge and belief.

General Partner:

ASTI MARKETING, INC., a Florida corporation

By: 

Anthony Indovina, President

SWORN TO AND SUBSCRIBED before me this 13 day of June, 1996, by Anthony Indovina, as President and ASTI Marketing, Inc., who is personally known to me or ~~has~~ ~~produced~~ as identification.

NOTARY PUBLIC:

Sign: 

Print: JAMES P. MOSKOSKY

State of Florida

My Commission Expires:

0109001 .gim



JAMES P. MOSKOSKY
My Commission CC300019
Expires Aug. 11, 1998
Bonded by HAI
800-422-1888