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

FROM: CORPORATE CREATIONS INTERNATIONAL, INC.
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000

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DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP

NAME: AMERICAN HERITAGE FUND I, LTD.
FAX AUDIT NUMBER: H96000008580

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FROM : PERIODIC MAILING



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

RECEIVED
JUN 10 1986
MAY 10 1986

June 4, 1986

LINDY ENGEL
AMERICAN HERITAGE ENTERPRISES, INC.
P.O. BOX 14518
NORTH PALM BEACH, FL 33408

The name AMERICAN HERITAGE FUND I, LTD. has been reserved for 120 days beginning June 4, 1986. The reservation number is R96000002789 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 855.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section.

Tracy Smith

Letter number: 096A00027848

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
AMERICAN HERITAGE FUND I, LTD.
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of American Heritage Fund I, Ltd. (the "General Partner") desires to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is American Heritage Fund I, Ltd.
2. The address of the office of the Partnership is 2655 North Ocean Drive, Suite 500, Singer Island, Florida 33404.
3. The name and address of the agent for service of process of the Partnership is Linda K. Engel, 2655 North Ocean Drive, Suite 500, Singer Island, Florida 33404.
4. The name and business address of the General Partner is American Heritage Fund I, Inc., 2655 North Ocean Drive, Suite 500, Singer Island, Florida 33404. ^{P96000052157}
5. The mailing address of the Partnership is 2655 North Ocean Drive, Suite 500, Singer Island, Florida 33404.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2045, unless the Partners agree to extend the term.
7. This Certificate shall be effective upon the filing of this Certificate with the State of Florida, Department of State.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986).

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of American Heritage Fund I, Ltd. this 19th day of June, 1996.

By: 

B. Brian Wilts, President of American
Heritage Fund I, Inc.,
General Partner of American Heritage
Fund I, Ltd.

August Comiter Kulunas & Schepps, P.A.
250 Australian Avenue, Suite 1100
West Palm Beach, FL 33401
(407) 835-9600

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AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA
COUNTY OF PALM BEACH

I, B. Brian White, as President of American Heritage Fund I, Inc., which corporation is the General Partner of American Heritage Fund I, Ltd., a Florida limited partnership, herinafter referred to as the "Partnership," being duly sworn, certifies as follows:

1. The anticipated amount of capital contributions to the Partnership to be made by its Limited Partners is \$ 100,000.00

2. The amount of capital contributions to date of the limited partners is \$100,000.

Under penalties of perjury, I declare I have read the foregoing and the facts are true and correct to the best of my knowledge and belief.

Dated: June 19th, 1996.

By: [Signature]

B. Brian White, President of American
Heritage Fund I, Inc.
General Partner of American Heritage
Fund I, Ltd.

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared B. Brian White, in his capacity as President of American Heritage Fund I, Inc., the General Partner of American Heritage Fund I, Ltd., known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and he acknowledged to me and before me that he executed this Affidavit freely and voluntarily for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 19th day of June, 1996.

[SEAL]



LINDA K. ENGEL
MY COMMISSION & EXPIRATION DATES
December 14, 1998
SIGNED TRUE COPY FIRM INSURANCE, INC.

[Signature]
Notary Public
State of Florida, at Large

Linda K. Engel
Typed or Printed Name of Notary
My commission expires:

1196000008580

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for American Heritage Fund I, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of the registered agent.

Registered Agent


Linda K. Engel, Registered Agent

AMER-MERCLY

August Comiter Kulunas & Schepps, P.A.
250 Australian Avenue, Suite 1100
West Palm Beach, FL 33401
(407) 835-9600

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