800-142-8086

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REFERENCE : 9944R0

AUTHORIZATION :

COST LIMIT: \$ 166.25

ORDER DATE: June 20, 1996

SUBBLICATE BURSON CONTRACTOR

ORDER TIME : 10:14 AM

ORDER NO. : 994429

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein GREENBERG TRAURIG HOFFMAN LIPOFF ROSEN & QUENTEL, P. A.

20th Floor

1221 Brickell Avenue Miami, FL 33131-3238

DOMESTIC FILING

NAME:

EWE WAREHOUSE INVESTMENTS II,

LTD.

EFFECTIVE DATE:

\_ ARTICLES OF INCORPORATION XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY

XX\_\_\_\_ PLAIN STAMPED COPY XX \_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

### CERTIFICATE OF LIMITED PARTNERSHIP

OF

### EWE WAREHOUSE INVESTMENTS II. LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1993), and \$620.108 of the Florida Statutes, the undersigned, being all of the General Partners of EWE WAREHOUSE INVESTMENTS II, LTD., hereby duly execute and file with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. The name of the limited partnership is EWE WAREHOUSE INVESTMENTS II, LTD.
- 2. The business address and the mailing address of the limited partnership is 300 Greco Avenue, Coral Gables, Florida 33146.
- 3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is Corporation Service Company.
- 4. The Florida street address for the registered agent is 300 Greco Avenue, Coral Gables, Florida 33146.

# 5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of EWE WAREHOUSE INVESTMENTS II, LTD., at the place designated in this Certificate of Limited Partnership of EWE WAREHOUSE INVESTMENTS, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida Law relative to keeping the registered office open.

CORPORATION SERVICE COMPANY

Agent for the Registered Agent

Gail Shelby, Its Agent

Dated: June 20 , 1996

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

ters en registrations seigna 14 - 15 000 71 \* 1900

EWE WAREHOUSE INVESTMENTS II, INC. 300 Greco Avenue Coral Gables, Florida 33146

)

7 The latest date upon which the limited partnership is to dissolve is December 31, 2056.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing of Certificate of Limited Partnership on the <u>and</u> day of June, 1996 in accordance with \$620.114 Florida Statutes.

# EWE WAREHOUSE INVESTMENTS II, INC., a Florida corporation, general partner

Richard J. Glusto, Incorporator

## AFFIDAVIT

THE UNDERSIGNED, constituting all of the general partners of EWE WAREHOUSE INVESTMENTS II, LTD., a Fk rida Limited Partnership, hereby certify as follows:

- 1. The amount of capital contributions to date of the limited partners is <u>-0-</u>.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$\_10,000,00.

#### FURTHER AFFIANT SAYETH NOT.

ETHAT TA SHETE INS LASE STATE SAME/STATE

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

EWE WAREHOUSE INVESTMENTS II, INC., a Florida corporation, general partner

Richard J. Giusto, Incorporator