

A 96 00000 1192

FLORIDA DEPARTMENT OF STATE
HARRIS BUILDING - FOURTH FLOOR
400 BOWEN STREET
MIAMI, FLORIDA 33130-3000

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MIAMI, FLORIDA 33130-3000

STEVEN A. COLONY
CAROLINA A. LECHARTRE

TELEPHONE (305) 306-1805
FAX (305) 306-6202

June 25, 1996

100001879171
06/28/96 101039-019
****42.50 ****157.50

VIA FEDERAL EXPRESS -
OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
New Filing Section
409 East Gaines Street
Tallahassee, Florida 32399

Attn: Tammy Kline

Re: Color Me Mine (filing documents)

Dear Sir/Madam:

Enclosed are original and one copy of documents necessary to form each of the following entities (see instructions below):

1. Ceramic Acquisition Corp., a Florida corporation.
2. Color Me Mine CAC/KKR, L.C., a Florida limited liability company.
3. Color Me Mine JD/CAC/KKR, Ltd., a Florida limited partnership.
4. CMM Florida 102J, L.C., a Florida limited liability company.
5. CMM Florida 103J, L.C., a Florida limited liability company.
6. Color Me Mine Florida 102J, Ltd., a Florida limited partnership.
7. Color Me Mine Florida 103J, Ltd., a Florida limited partnership.

Also included are check numbers 10286, 10287 and 10288, totalling \$1,607.50, made payable to Florida Department of State, representing the filing fees, applicable charges for registered agent designation and certified copies.

Name	A96-1192
Availability	
Document Examiner	JR
Updater	JR
Updater Verifier	JR
Acknowledgment	JR

SECRET
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

Florida - Plaintiff - State
Date: June 25, 1996
Page: 1

All enclosed documents are being sent by Federal Express - overnight Delivery and each is to be given the same filing date (i.e. June 25, 1996).

In addition, the documents must be filed in the order set forth above (1 through 7), since Ceramic Acquisition is a member of the limited liability companies, which are general partners of the respective limited partnerships.

Please contact the undersigned immediately if there is any problem complying with these instructions.

Very truly yours,



STEVEN A. COLSKY

SAC/IK

Encs.

cc: Mitchell Aronson (without enclosures)

STEVEN A. COLSKY
FEDERAL EXPRESS
JUN 25 1996 2:05

CERTIFICATE OF LIMITED PARTNERSHIP
OF
COLOR ME MINE FLORIDA 102J, LTD.

ARTICLE I - NAME

The name of this limited partnership is:

COLOR ME MINE FLORIDA 102J, LTD.

ARTICLE II - ADDRESS AND MAILING ADDRESS

The address of the principal office and mailing address of the limited partnership is:

10800 Biscayne Boulevard - Penthouse
Miami, Florida 33161

ARTICLE III - NAME AND ADDRESS OF AGENT FOR PROCESS

The name and street address of the agent for service of process is:

Nancy Ryan
10800 Biscayne Boulevard - Penthouse
Miami, Florida 33161

ARTICLE IV - NAME AND ADDRESS OF GENERAL PARTNER

The name and address of the general partner is:

L960000000690
CMM Florida 102J, L.C.,
a Florida limited liability company
10800 Biscayne Boulevard - Penthouse
Miami, Florida 33161

ARTICLE V - LATEST DATE FOR DISSOLUTION

The latest date on which the limited partnership shall dissolve is December 31, 2025.

ARTICLE VI - AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The amount of the capital contribution of the limited partnership and the amount anticipated to be contributed is set out in the Affidavit of Capital Contributions attached hereto and made a part hereof as Exhibit "A".

ARTICLE VII - PARTNERSHIP PERCENTAGES

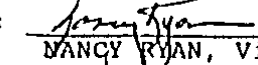
The names and partnership percentages of each partner in an
follows:

<u>General Partner</u>	<u>Partnership Percentage</u>
CMM Florida 102J, L.C.	1%
<u>Limited Partners</u>	
Color Me Mine JD/CAC/KKR, Ltd.	99%

EXECUTED this 24th day of JUNE, 1996.

CMM Florida 102J, L.C., a Florida
limited liability company, general
partner

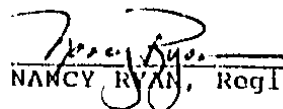
By: Ceramic Acquisition Corp.,
a managing member

By: 
NANCY RYAN, Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 25 PM 2:26

ACCEPTANCE OF AGENT FOR SERVICE OF PROCESS DESIGNATED
IN CERTIFICATE OF LIMITED PARTNERSHIP

NANCY RYAN, having a business office identical with the registered office of the limited partnership named above, and having been designated as the Registered Agent for service of process in the above and foregoing Certificate is familiar with and accepts the obligations of the position of Registered Agent for service of process under Section 620.105, Florida Statutes.


NANCY RYAN, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
25 JUN 25 PM 2:26

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
(FOR LIMITED PARTNERSHIP)

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared
NANCY RYAN, who deposes and says:

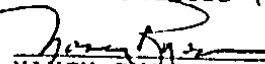
1. Her name is NANCY RYAN and she is over the age of
eighteen (18) years.

2. She is Vice-President of Ceramic Acquisition Corp., a
Florida corporation, which corporation is a managing member of CMM
Florida 102J, L.C., the same being the sole general partner of
Color Me Mine Florida 102J, Ltd., a Florida limited partnership.

3. Affiant makes this Affidavit in compliance with Section
620.108, Florida Statutes (1995), to accompany the filing of
Certificate of Limited Partnership of Color Me Mine Florida 102J,
Ltd. with the Secretary of State of Florida. Affiant knows the
conditions hereof by her own personal knowledge.

4. The total amount of the capital contributions by the
limited partners is Ten Thousand Dollars (\$10,000.00).

5. The amount anticipated to be contributed by the limited
partners is No Dollars (\$0.00), unless otherwise provided by a
Supplemental Affidavit of Capital Contribution filed in accordance
with Section 620.112, Florida Statutes (1995).


NANCY RYAN, as Vice President of
Ceramic Acquisition Corp., a Florida
corporation, a managing member of CMM
Florida 102J, L.C., the sole general
partner of Color Me Mine Florida 102J,
Ltd., a Florida limited partnership

The Foregoing Instrument was acknowledged before me, this 21st
day of JUNE, 1996, by NANCY RYAN, as Vice President of
Ceramic Acquisition Corp., a Florida corporation, a managing member
of CMM Florida 102J, L.C., the sole general partner of Color Me
Mine Florida 102J, Ltd., a Florida limited partnership, and who is
personally known to me.

NOTARY PUBLIC

sign Margaret Ann Tran

print MARGARET ANN TRAN

State of Florida at Large

My Commission Expires:

My Commission No.:



MARGARET ANN TRAN
COMMISSION # CC 550032
EXPIRES JUN 13, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

