

1201 HAYS STREET

800-142-8006

A9600001223



PRESIDENTIAL  
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 004517 9576A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : June 28, 1996

ORDER TIME : 10:13 AM

ORDER NO. : 004517

CUSTOMER NO: 9576A

CUSTOMER: Richard B. Sabra, Esq  
RICHARD B. SABRA, ESQ

Suite 208  
4601 Sheridan Street  
Hollywood, FL 33021

DOMESTIC FILING

NAME: OXBRIDGE, LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: -

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

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G. TAX  
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C. COPY  
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M. BANK  
BANKNOTE DUE  
PERMIT

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6/28/96

6/28/96

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
OXBRIDGE, LTD.

A Florida Limited Partnership

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

1. Name. The name of this Limited Partnership is OXBRIDGE, LTD.
2. Business. The purpose of the Partnership shall be to engage in any lawful act or activity in which a partnership may engage, including, but not limited to owning, acquiring, purchasing, developing, operating, maintaining, selling and leasing or otherwise dealing in or with any interests or rights in any real or personal property of any type, kind or description, and to do all other things necessary, proper, convenient or advisable in connection therewith through one or more other partnerships or entities or arrangements.
3. Principal Place of Business and Location of Records. The location of the principal place of business of the Partnership is 2574 N. University Drive, Suite 202, Fort Lauderdale, Florida 33322, at which place the records shall be maintained.
4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Barry A. Wilen, Esq. at 4601 Sheridan Street, Suite 208, Hollywood, Florida 33021 who acknowledges by his signature hereunder, that he accepts same.
5. The General Partner. The name and business address of the General Partner is as follows:

RECEIVED  
JAN 2 1988  
CLERK OF COURT  
JAN 2 1988

GENERAL PARTNER

WILLIAM H. DANZIG

PLACE OF BUSINESS

2574 N. University Drive  
Suite 202  
Fort Lauderdale, Florida 33322

FILED  
JUL 22 1988  
CLERK OF DISTRICT COURT  
SOUTHERN DISTRICT OF FLORIDA

6. Mailing Address. The mailing address of the Limited Partnership is 2574 N. University Drive, Suite 202, Fort Lauderdale, Florida 33322.
7. 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 July 31, 2031, 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.
8. Additional Contributions. No additional contributions of the Limited Partners have been agreed upon.
9. 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.
10. 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.
11. 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 partners, unless the transfer is a permitted transfer, as explained in detail by the Partnership Agreement.
12. Additional Limited Partners. The General Partner may admit additional limited partners.
13. Priority Among Limited Partners. There is no priority of one Limited Partner

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

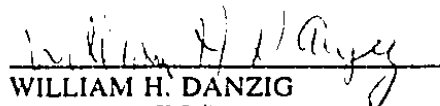
14. Continuance of Business. Upon the death, retirement or insanity of the General Partner, the Partnership shall dissolve unless continued by the remaining Partners and selecting when necessary, by unanimous vote of the of remaining Partners, a new successor General Partner.

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

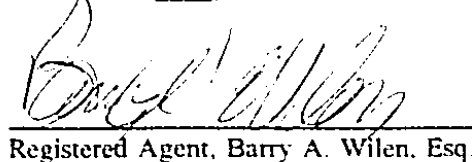
16. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Limited Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A," Affidavit of the Amount of the Capital Contributions of the Limited Partners, and Any Amount Anticipated to be Contributed by the Limited Partners," attached hereto, with an agreed value of Ten Thousand Dollars (\$10,000.00).

IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the 27<sup>th</sup> day of June, 1996.

GENERAL PARTNER:

  
WILLIAM H. DANZIG

Dated: June 27<sup>th</sup>, 1996

  
Registered Agent, Barry A. Wilen, Esq.


SCHEDULE "A"

OXBRIDGE, LTD.

**"AFFIDAVIT OF THE AMOUNT OF CAPITAL  
CONTRIBUTIONS OF THE LIMITED PARTNERSHIP,  
AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED  
BY THE LIMITED PARTNERS"**


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

1. The amount of the capital contributions to date of the Limited Partnership of OXBRIDGE, LTD. is Ten Thousand Dollars (\$10,000.00).
2. The amount contributed and anticipated to be contributed by the Limited Partners at this time totals Ten Thousand Dollars (\$10,000.00).

  
WILLIAM H. DANZIG

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June, 1996, by WILLIAM H. DANZIG, who is personally know to me, or, if not, produced the following form of identification: FLA D.L. No. DS22-928-47-064-0.

  
NOTARY PUBLIC, STATE OF FLORIDA

DANZIG/ OXBRIDGE LTD



RICHARD B. SABRA  
MY COMMISSION # CC385994 EXPIRES  
AUGUST 21, 1998  
-LOANED THROUGH MY FARM INSURANCE CO-