

**A9600000/1247**

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June 11, 1996

Orlando Office

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Orlando, Florida 32801  
(407) 425-6559  
Fax (407) 422-6583

Reply to: Fort Lauderdale

Arthur C. Neuwirth, Of-Counsel

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Attention: Partnership

RE: CERTIFICATE OF LIMITED PARTNERSHIP FOR GOLAN INVESTMENTS, LTD.

Dear Madam/Sir:

Enclosed herewith for filing are the original and one (1) copy of the Certificate of Limited Partnership for the above-captioned entity.

Please file the Certificate of Limited Partnership and return a stamped copy to the attention of the undersigned. A check made payable to the Florida Department of State in the amount of \$87.50 is enclosed in payment of the filing fees.

If you have any questions pertaining to the above, please do not hesitate to contact the undersigned.

Your assistance in this matter is appreciated.

Sincerely,  
GREENSPOON, MARDER, HIRSCHFELD,  
RAFKIN, ROSS & BERGER, P.A.

*Gregory J. Blodig*

GREGORY J. BLODIG  
For the Firm  
Enc.

ew golan val state itr-4164-001

<sup>1</sup> Also admitted in New York.  
<sup>2</sup> Also admitted in Texas

**A96-1247**

Name	SR 7-2
Availability	
Document	SR
Examiner	
Updater	SR
Updater	SR
Verifier	SR
Acknowledgment	SR
W. P. Verifier	SR

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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### PLACE OF BUSINESS

5560 N.E. 33 Avenue  
Ft. Lauderdale, FL 33308

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Ft. Lauderdale, FL 33308

6. Mailing Address. The mailing address of the Limited Partnership is 5560 N.E. 33 Avenue, Ft. Lauderdale, Florida 33308.

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 January 1, 2040, unless sooner dissolved by law or by agreement 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 Partners may admit limited partners at any time pursuant to the provisions of the Partnership Agreement.

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.

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

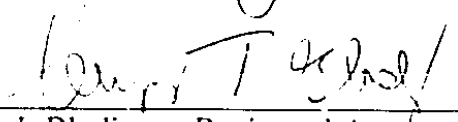
16. Amount of Cash and Affidavit to Agreed Value and Description of Property Contributed. The Limited Partners in the Limited Partnership have contributed their interest in the property as set forth in Schedule "A," Affidavit of the Amount of the Capital Contributions of the Limited Partners, and Any Amount Anticipated to be Contributed by the Limited Partners," attached hereto, all with a total agreed value of \$5,000.00.

IN WITNESS WHEREOF, the parties have hereunder executed this Certificate on the 1 day of June, 1996.

GENERAL PARTNERS:

  
Mordechai Golan

  
Edna Golan

  
Gregory J. Blodig, as Registered Agent

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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SCHEDULE "A"

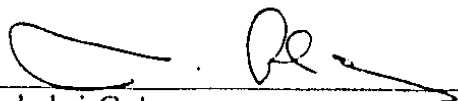
GOLAN ENTERPRISES, LTD.

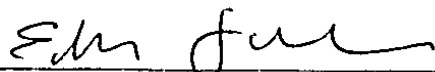
"AFFIDAVIT OF THE AMOUNT OF THE CAPITAL  
CONTRIBUTIONS OF THE LIMITED PARTNERSHIP  
AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED  
BY THE LIMITED PARTNERS"

RECORDED  
INDEXED  
1996 JUN 11  
14:00 PM  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE SEVENTH JUDICIAL CIRCUIT  
IN FLORIDA

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 is \$5,000.00.
2. The amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$5,000.00.

  
Mordechai Golan

  
Edna Golan

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 4th day of June, 1996, by Mordechai Golan, who is personally known to me, or, if not, produced the following form of identification: \_\_\_\_\_

  
NOTARY PUBLIC



DARLENE NOUSS  
My Commission CC440000  
Expires Apr 04, 1999  
Bonded by ANJ  
800-852-5878

STATE OF FLORIDA     )  
                                  ) SS:  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me, this 9th day of June, 1996, by Edna Golan, who is personally known to me, or, if not, produced the following form of identification: \_\_\_\_\_

Darlene Nouse  
NOTARY PUBLIC

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DARLENE NOUSE  
My Commission CC448000  
Expires Apr. 04, 1999  
Bonded by ANI  
XXX-852-6878

FILED  
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DIVISION OF CORPORATIONS  
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