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| | ly, Stata, Zip) (Phone #) | |
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| 1. <u>ATM/</u> | MEDIA GROUP, LTD. | (Document #) |
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CERTIFICATE OF LIMITED PARTNERSHIP OF ATMA MEDIA GROUP, LTD., a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership purduant to the Florida Revised Uniform Limited Partnership Act (1993), hereby states:

ARTICLE 1-NAME

12

The name of the Partnership is ATMA MEDIA GROUP, LTD.

ARTICLE 2-OFFICE ADDRESS

The address of the office of the Partnership is 2301 College Avenue, Davie, Florida 33317-7155.

ARTICLE 3-MAILING ADDRESS

The mailing address of the Partnership is the same.

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ARTICLE 4-GENERAL PARTNER

X The name and business address of the sole general partner is ATMA TECHNICRAFT, INC., a Florida corporation, 2301 College Avenue, Davie, Florida 33317-7155.

ARTICLE 5-REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Partnership is AmeriLawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Partnership is AmeriLawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 6-DISSOLUTION

The latest date upon which the Partnership shall dissolve is twenty years from the date of filing of this Certificate of Limited Partnership with the Florida Secretary of State.



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 Cortificate of Limited Partnership has been executed on behalf of the sole General Partner of ATMA MEDIA GROUP, LTD, this 1 July 1996.

GENERAL PARTNER:

ATMA TECHNICRAFT, INC, a Florida corporation

Janice Scinto DiRose, Esquire Authorized Agent and Attorney at Law

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for ATMA MEDIA GROUP, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, We hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent. AmeriLawyer® Chartered, having a business office identical with the registered office of the Partnership name above, and having been designated as the Registered Agent in the above and foregoing Certificate of Limited Partnership, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

AmeriLawyer[®], Chartered Nétàlia Utrera, Vice President



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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Janice Scinto DiRese, Authorized Agent and Attorney at Law of ATMA TECHNICRAFT, INC, a Florida corporation, the general partner of ATMA MEDIA GROUP, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

- 1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, TWENTY TWO THOUSAND and No/100 Dollars (\$22,000.00).
- 2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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.

Dated this 1 July 1996

Janice Scinto

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 Janice Scinto DiRose, known to me to be the person who executed the foregoing Affidavit of Capital Contributions, and she acknowledged to me and before me that she executed this Affidavit as Authorized Agent and Attorney at Law of ATMA TECHNICRAFT, INC, a Florida corporation, sole General Partner of ATMA MEDIA GROUP, LTD.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 1 July 1996.

Official Notary Soat Lawrence J. Spiegel Notary Public State of Florida Commission No CC 248150 230 17 1997

NOTARY'PUBLIC, State of Florida at Large

(SEAL)



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| NEW FILINGS Profit NonProfit Limited Liability Domestication Other | AMENDMENTS Amendment Resignation of R.A., Officer/ Dir Change of Registered Agent Dissolution/Withdrawal Merger | Name Availability Document |
| OTHER FILINGS Annual Report Fictitious Name Name Reservation | REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other | Examiner Updater Updater Verifyee Acknowledgement W. P. Verifyer |

Atma Media Group, Ltd. 2001 COLLEGE AVENUE

DAVIE, FLORIDA 33317-7155

MITCHELLA DENNETT Prosident

> ATMA MEDIA GROUP, LTD DOCUMENT #: A9600001254

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November 4, 1996

SUPPLEMENTAL AFFIDAVIT **OF CAPITAL CONTRIBUTIONS**

TELEPHONE (954) 474-7700 FAX / DATA (004)402-0204

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STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Mitchell A. Bennett, President of ATMA TECHNICRAFT, INC, a Florida corporation, the general partner of ATMA MEDIA GROUP, LTD. (the "Partnership"), who, upon being duly swom, certified as follows:

1. The amount of new capital contributions to the Partnership made by the limited partners is, in the aggregate, TWENTY SIX THOUSAND and No/100 Dollars (\$26,000.°°).

2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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.

Dated 4 November 1996

'rec.

Milchell A. Bennett (SEAL) President, Atma Technicraft, Inc., General Partner of Atma Media Group, Ltd.

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 Mitchell A. Bennett, who produced Fiorida drivers license #8530-541-47-082, the person who executed the foregoing Supplemental Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Supplemental Affidavit as President of ATMA TECHNICRAFT, INC, a Florida corporation, sole General Partner of ATMA MEDIA GROUP, LTD.

IN WITNESS HEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 4 November, 1996,



NOTARY PUBLIC, State of Florida at Large

WILFREDO NORIEGA Notary Public

(SEAL)

| Comptroller, except as otherwise provided herein, within 3 right shall be barred." Three years is generally interpreted Treasury. The Comptroller has delegated the anthority to a which initially collected the money. Pursuant to the provisions of Rule 3A-44.020, Florida Adm Section, Florida Statutes, I hereby apply for a to refund. The following information is submitted to substa | refinid of moneys I paid into the State Treasury, which are subject inflate to e claim. |
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| Comptroller, except as offerwise provided herein, within 3 right shull be barred." Three years is generally interpreted Treasury. The Comptroller has delegated the authority to a which initially collected the money. Pursuant to the provisions of Rule 3A-44.020, Florida Adm Section*, Florida Statutes, I hereby apply for a to refund. The following information is submitted to substa THE INFORMATION IN THIS BOX WILL BE USED | years after the right to such refund shall have accrued else such as meaning three years from the date of payment into the State accept applications for refund to the unit of State government inistrative Code, and Section 215.26, Florida Statutes, or refund of moneys I paid into the State Treasury, which are subject initiate the claim. |
| Section*, Florida Statutes, I hereby apply for a list or refund. The following information is subustited to substa FHE INFORMATION IN THIS BOX WILL BE USED | refund of moneys I paid into the State Treasury, which are subject inflate to e claim. |
| | TO WRITE AND MAIL YOUR REFUND CHECK. PLEASE |
| Name: <u>ATHA MEDIA GROUP, LTD,</u> | EIN or SS#: 65-0676800 |
| Address: 2301 COLLEGE AVENUE, DAVIE, FL. 3. | |
| | |
| Amount: Date Paid: | |
| Reason for Claim: <u>Overpayment on the supple</u> | emental affidavit, |
| | TC/Registration Section |
| Name: ATMA MEDIA GROUP, LTD. Documen | nt Number A96000001254 |
| Certified true and correct this <u>29</u> day of <u>1</u> | |
| Signature | Paris scot |
| Must be completed if authority is other than Section 2 | 215.26, Florida Statutes. |
| Agency recommends approval of ubove clam and su Amount of recommended refund \$ 129,50 | Bux - For Agency Use Only ubmits the following information to substantiate the claim: red into the State Treasury, as a part of the funds deposited on |
| State Treasurer's Receipt No01151-004 | |
| NAME OF ACCOUNT: | \$5300000000010000 |
| Statutory Authority for Collection 620,0132 | |
| | wing account: |
| It is requested that payment be made from the follow | |
| It is requested that payment be made from the follow | |
| It is requested that payment be made from the follow | 45300000022002000 |

CR2E060(9/96)



DAVIE, FLORIDA 33317-7168

MITCHELL A. DENNETT President, Alma Technicraft, Inc.

ATMA MEDIA GROUP, LTD ID - DOCUMENT #: A96000001254

RE: Hef. Number A98000001254

February 28, 1997

Ma. Dione Cushing, Corporate Specialist Florida Department of State Division of Corporations P.O. BOX 6327 Tallahassoo, FL 32314

TELEPHONE (054) 474-7700 FAX / DATA (954)-82-8204

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Dean Ma. Cushing,

Thank you for explaining that the amount in Section 5b should be the same as on the new Supplemental Affidavit of Capital Contributions we filed in December.

I am conding on addendum to the Supplemental Affidavit of Capital Contributions originally submitted in December that has the sentence you dictated, and put today's date on it as they Addendum data.

The original Supplemental Affidavit of Capital Contributions is enclosed with the addendum attochod.

Thank you for clarifying the problem.

Sincerely,

Mitchell A. Bennett (SEAL) President, Atma Techincraft, Inc., General Partner of Atma Media Group, Ltd.

Enclosure: Addendum 1 to Supplemental Affidavit of Capital Contributions.

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| REFUND | |

ADDENDUM 1

to Supplemental Affidavit of Capital Contributions Filed Dec. 30, 1996

by

Atma Media Group, Ltd. 2301 COLLEGE AVENUE DAVIE, FLORIDA 33317-7155 Tol: 954-474-7700

ATMA MEDIA GROUP, LTD ID - DOCUMENT #: A96000001254

RE: Ref. Number A96000001254

ADDENDUM 1 SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBU JTIONS ġ **DECEMBER 30, 1997**

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Mitchell A. Benng)t, President of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, INC., a Florida corporation, the general president of ATMA TECHNICRAFT, President of ATMA TECHNICRAFT, INC., a Florida corporation, the general partner of ATMA

1. The total contributions to date by the limited partners is \$83,000.>

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.

Dated 28 February, 1997.

detall a.Bernett, Prisalert

Mitchell A. Bennett (SEAL) President, Atma Technicraft, Inc., General Partner of Atma Media Group, Ltd.

BEFORE ME, the undersigned officer, a Notary Public authorized to administer paths and to take acknowledgments in and for the State and County set forth above, personally appeared Mitchell A. Bennett, who produced Florida drivers license #8530-541-47-062, the person who executed the foregoing Addendum 1 to the Supplemental Affidavit of Capital Contributions, filed Dec. 30, 1996 and he acknowledged to me and before me that he executed this Addendum as President of ATMA TECHNICRAFT, INC, a Florida corporation, sole General Partner of ATMA MEDIA GROUP, LTD.

IN WITNESS HEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 28 February, 1996.



PUBLIC. State of Florida at Large WILFREDO NORKEGA Notary Public

[SEAL]