

A9600001498

1201 HAYS STREET

800-342-8086

FLORIDA STATE 11 12100 2607

101 22 11

101 22 11

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG-9 AM 10:35



PREMIER MAIL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 048988 87551A

AUTHORIZATION : *Patricia Puzio*

COST LIMIT : ~~\$ 52.50~~

ORDER DATE : August 9, 1996

\$ 87.50

ORDER TIME : 12:29 PM

500001918815

ORDER NO. : 048988

CUSTOMER NO: 87551A

CUSTOMER: Lawrence B. Juran, Esq
LAWRENCE B. JURAN, PA

Suite 100
1200 Corporate Center Way
Wellington, FL 33414

RECEIVED
96 AUG-9 PM 2:38
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: SFP VENTURE, 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
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS: *BK*

*File
2nd*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 9 AM 10:35

8/9/96

**CERTIFICATE OF LIMITED PARTNERSHIP OF
SFP VENTURE, INC.**

The undersigned certifies as follows with respect to SFP Venture, Ltd., a limited partnership to be formed under the laws of the State of Florida:

1. Name of Partnership. The name of the Partnership is SFP Venture, Ltd.
2. Office Agent. The address of the office of the Partnership is 5200 Town Center Road, Boca Raton, Florida 33486. The name and address of the agent for service of process is Lawrence B. Juran, P.A., 1200 Corporate Center Way, Suite 100, Wellington, Florida 33414.
3. General Partner. The name of the sole General Partner is SFP Venture, Inc., 5200 Town Center Road, Boca Raton, 33486, and its business is acting as General Partner of the Partnership. P94000266586
4. Mailing Address. The mailing address of the Partnership is 5200 Town Center Road, Boca Raton, Florida 33486
5. Termination. The latest date on which the Partnership is to dissolve is December 31, 2036.

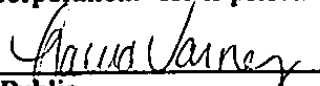
SFP VENTURE, INC., a Florida corporation, General Partner

By: 
Lawrence B. Juran, Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG - 9 AM 10:35

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

Be it known that on the 8th day of August, 1996 before me, a duly authorized notary in and for the State and County aforesaid, personally came Lawrence B. Juran, Vice President of SFP Venture, Inc., a Florida corporation, to me known to be the person described in and who executed the foregoing certificate on behalf of said corporation. He is personally known to me and did not take an oath.


Notary Public

My Commission Expires:



AFFIDAVIT

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
96 AUG -9 AM 10:35

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

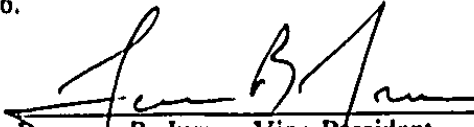
The undersigned, Lawrence B. Juran ("Affiant"), being first duly sworn, deposes and says that:

1. Affiant is the Vice President of SFP Venture, Inc., a Florida corporation that is the sole general partner of SFP Venture, Ltd. (the "Partnership"), a limited partnership formed under the laws of the State of Florida.

2. In connection with the formation of the Partnership, Affiant hereby declares that the capital contributions of the limited partners are anticipated to total \$1,000.

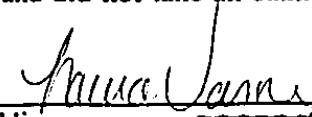
FURTHER AFFIANT SAYETH NAUGHT.

IN WITNESS WHEREOF, the undersigned, on behalf of the Partnership, has set his hand and seal this 8th day of August, 1996.


Lawrence B. Juran, Vice President

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

Subscribed, sworn to and acknowledged before me this 8th day of August, 1996 by Lawrence B. Juran, in his capacity as Vice President of SFP Venture, Inc., as general partner of SFP Venture, Ltd. He is personally known to me and did not take an oath.


Notary Public

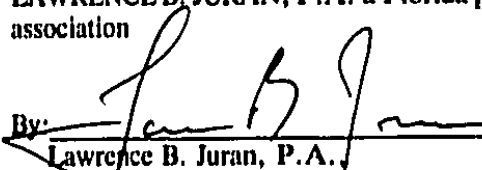
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF SECTION 607.0505 FLORIDA STATUTES AND WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

LAWRENCE B. JURAN, P.A. a Florida professional
association

By: 
Lawrence B. Juran, P.A.
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -9 AM 10:35