

Aug. 19, 1996 4:03 PM
8/19/96 4:03 PM

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: TRIPP, SCOTT, CONKLIN & SMITH
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FT. LAUDERDALE FL 33302-0000
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DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP

NAME: GREGBAR, LTD.

FAX AUDIT NUMBER: H96000011561

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95 AUG 20 PM 1:26

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96 AUG 20 AM 7:31

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
GREGBAR, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, do hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is GREGBAR, LTD.
2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 5310 N.W. 33rd Avenue, Suite 219, Fort Lauderdale, Florida 33309.
3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Kenneth T. Barber, 5310 N.W. 33rd Avenue, Suite 219, Fort Lauderdale, Florida 33309.

4. The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNER

BUSINESS ADDRESS

MGKB, Inc.

5310 N.W. 33rd Avenue
Suite 219

Fort Lauderdale, Florida 33309

996000069221

5. A mailing address for the Partnership is as follows:

5310 N.W. 33rd Avenue, Suite 219, Fort Lauderdale, Florida 33309.

6. The latest date upon which the Partnership is to dissolve is forty (40) years from date of formation, unless otherwise continued in accordance with the terms of an Amendment to this Certificate of Limited Partnership.

IN WITNESS WHEREOF, We have hereunto subscribed our hands and seals to this Certificate this 12 day of August, 1996.

Prepared by: Drake M. Batchelder, Esq.

Bar No. 0117273

Tripp, Scott, Conklin & Smith

P.O. Box 14245

Ft. Lauderdale, FL 33302
(954) 525-7500

GENERAL PARTNERS:

MGKB, Inc., a Florida corporation

By: Kenneth T. Barber
Name: Kenneth T. Barber
Title: President

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Aug. 19. 1996 4:24PM TRIPP SCOTT CONKLIN & SMITH

No. 2846 P. 3/4
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of GREGBAR, LTD., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).


KENNETH T. BARBER

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 20 PM 1:26

Prepared by: Drake M. Batchelder, Esq.
Bar No. 0117273
Tripp, Scott, Conklin & Smith
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(954) 525-7500

Aug. 19. 1996 4:25PM TRIPP SCOTT CONKLIN & SMITH

No. 2846 P. 4/4
H96000011561

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
GREGBAR, LTD.**

BEFORE ME, the undersigned constituting all the General Partners of GREGBAR, LTD. ("Partnership"), a Florida limited partnership, certify as follows:

The limited partners' contributions to the Partnership total \$ 500⁰⁰ at this time and it is anticipated that future contributions of limited partners will total an additional \$-0-.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my (our) knowledge and belief.

MGKB, INC.
a Florida corporation, General Partner

By: 
Name: Kenneth T. Barber
Title: President

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Prepared by: Drake M. Batchelder, Esq.
Bar No. 0117273
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