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TALLAHASSEE, FL 32301-2607

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PREMIER HALL  
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 089676 8690A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 18, 1996

ORDER TIME : 9:49 AM

ORDER NO. : 089676

CUSTOMER NO: 8690A

CUSTOMER: Gary Korn, Esq  
BEDZOW KORN & KAN, P.A.

P. O. Box 8020

Hallandale, FL 33008

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 18 PM 1:50

700001955677  
-09/25/96--01001--023  
\*\*\*\*140.00 \*\*\*\*140.00

DOMESTIC FILING

NAME: ROKRAG, LTD.

S. TAX \_\_\_\_\_  
FILING \_\_\_\_\_ 52.50  
R. AGENT FEE \_\_\_\_\_ 35.00  
C. COPY \_\_\_\_\_ 52.50  
TOTAL \_\_\_\_\_ 140.00

EFFECTIVE DATE \_\_\_\_\_

N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_

\_\_\_\_ 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: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED RECEIVED  
96 SEP 18 AM 10:47  
DIVISION OF CORPORATIONS OF CORPORATION

BK  
9/18/96

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

WE, the undersigned, desiring to form a Limited Partnership, and pursuant to the Florida Uniform Limited Partnership Act as set forth in Sections 620.101 et seq., of the Florida Statutes, do hereby certify:

1. The name of the entity under which the Limited Partnership is to be conducted is ROKRAG, LTD.

2. The address of the office of the Limited Partnership is 20001 N.E. 21st Court, North Miami Beach, Florida 33179.

3. The agent for service of process upon the Limited Partnership is GARY A. KORN, whose address is 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180.

4. The name and business address of the sole general partner of the Limited Partnership is REBROM CORP., a Florida corporation, 20001 N.E. 21st Court, North Miami Beach, Florida 33179.

5. The names and business addresses of the limited partners of the Limited Partnership are:

**NAME OF LIMITED PARTNER**

PHILIP PEARLMAN

ANITA PEARLMAN

**ADDRESS OF LIMITED PARTNER**

20001 N.E. 21st Court  
North Miami Beach, Florida 33179

20001 N.E. 21st Court  
North Miami Beach, Florida 33179

6. The mailing address of the Limited Partnership is 20001 N.E. 21st Court, North Miami Beach, Florida 33179.

7. The latest date upon which the Limited Partnership is to dissolve is December 31, 2025.

DATED this 5<sup>th</sup> day of September, 1996.

**GENERAL PARTNER:**

REBROM CORP., a Florida corporation

By: *Philip Pearlman*

PHILIP PEARLMAN, President

**LIMITED PARTNERS:**

*Philip Pearlman*

PHILIP PEARLMAN

*Anita Pearlman*

ANITA PEARLMAN

STATE OF FLORIDA )

COUNTY OF DADE )

SS:

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of September, 1996 by PHILIP PEARLMAN, as President of REBROM CORP., a Florida corporation, on behalf of the corporation, who is personally known to me and who did not take an oath.

My Commission Expires:

*Gary A. Korn*  
Notary Public, State of Florida

Print Name: \_\_\_\_\_



FILED STATE  
SECRETARY OF CORPORATIONS  
SEP 18 1996

**AFFIDAVIT**

FILED STATE  
DIVISION OF CORPORATIONS  
96 SEP 18 PM 1:50

STATE OF FLORIDA     )  
                              ) SS:  
COUNTY OF DADE     )

**BEFORE ME**, the undersigned authority personally appeared **PHILIP PEARLMAN** ("Affiant"), who being first duly sworn, upon oath, states as follows:

1. That Affiant is the President of **REBROM CORP.**, a Florida corporation ("Corporation"), and is duly authorized to execute this Affidavit on behalf of the Corporation.

2. That the Corporation is the sole general partner of **ROKRAG, LTD.**, a Florida Limited Partnership (the "Limited Partnership") and **PHILIP PEARLMAN** and **ANITA PEARLMAN** are the sole limited partners of the Limited Partnership.

3. That the amount of the capital contribution of the limited partners and the amount anticipated to be contributed by the limited partners is as follows:

Amount contributed:	\$100.00
Amount anticipated to be contributed	\$500.00

**FURTHER AFFIANT SAYETH NOT.**

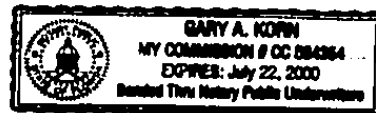
  
\_\_\_\_\_  
**PHILIP PEARLMAN -- Affiant**

**SWORN TO, ACKNOWLEDGED AND SUBSCRIBED** before me this 5<sup>th</sup> day of September, 1996 by **PHILIP PEARLMAN**, Affiant, who is personally known to me and who did take an oath.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public, State of Florida

Print Name: \_\_\_\_\_



STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of September, 1996 by  
PHILIP PEARLMAN, who is personally known to me and who did not take an oath.

My Commission Expires:

[Signature]  
Notary Public, State of Florida

Print Name:



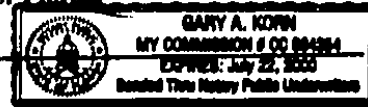
STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of September, 1996 by  
ANITA PEARLMAN, who is personally known to me and who did not take an oath.

My Commission Expires:

[Signature]  
Notary Public, State of Florida

Print Name:



**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the designation of Registered Agent as set forth in this Certificate of Limited Partnership for ROKRAG, LTD., a Florida Limited Partnership.

[Signature]  
GARY A. KORN  
Registered Agent