

TESCHER, CHAVES, RUBIN, FORMAN & MULLER, P.A.

*A96-0001757*

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September 16, 1996

REPLY TO: Boca Raton

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

100001952041  
-09/20/96--01053--005  
\*\*\*1837.50 \*\*\*1837.50

Re: Certificate of Limited Partnership of NATMART, LTD.

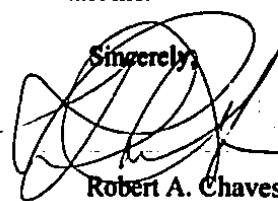
Gentlemen:

Enclosed please find an original and one copy of Certificate of Limited Partnership of NATMART, LTD. for filing with the Secretary of State. I have enclosed a check in the amount of \$1,837.50 which represents the following fees:

- \$1,750.00 filing fee based on contributions
- 52.50 certified copy
- 35.00 fee for Registered Agent Designation

Please return a certified copy of the Certificate of Limited Partnership to this office in the self addressed stamped envelope provided.

Should you have any questions, please contact me.

Sincerely,  
  
Robert A. Chaves

*A96-1757*

|                   |                |
|-------------------|----------------|
| Name Availability | <i>OK 9-24</i> |
| Document Examiner | <i>OK</i>      |
| Updater           | <i>OK</i>      |
| Updater Verifier  | <i>OK</i>      |
| Acknowledgement   | <i>OK</i>      |
| W. P. Verifier    | <i>OK</i>      |

RAC/smm  
enclosures

FILED  
 96 SEP 20 AM 10:39  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

FILED  
95 SEP 20 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes, hereby certify and swear in this Certificate of Limited Partnership to the following:

1. **NAME.**

The name of the Limited Partnership is:

**NATMART, LTD.**

2. **REGISTERED AGENT.**

The name and address of the Registered Agent for the Limited Partnership is:

M&W Agents, Inc.  
2101 Corporate Blvd. Suite 216  
Boca Raton, FL 33431

3. **GENERAL PARTNER.**

The name and business address of the general partner is as follows:

**GINSBURG HOLDINGS, INC.**, a Florida Corporation  
800 N.E. 195 th Street Apt. 720  
North Miami Beach, Florida 33179 *P96 0000 76 008*

4. **MAILING ADDRESS AND PRINCIPAL ADDRESS.**

The mailing and principal address of the Limited Partnership is as follows:

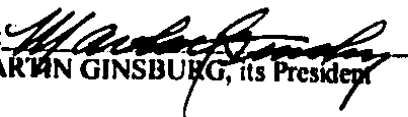
**NATMART, LTD.**  
800 N.E. 195 th Street Apt. 720  
North Miami Beach, Florida 33179

5. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2046.

IN WITNESS WHEREOF, the General Partner has caused this certificate of Limited Partnership to be executed at Boca Raton, Florida, this 16 day of Sept, 1996.

**GINSBURG HOLDINGS, INC.**  
General Partner

By:   
MARTIN GINSBURG, its President

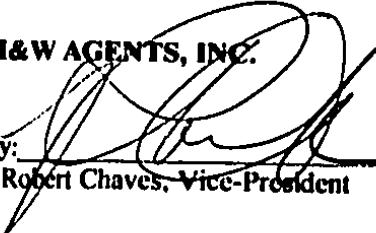
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE**

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for **NATMART, LTD.** a Florida limited partnership, and accepts all obligations imposed on him as such under Florida law.

Executed this 16 day of Sept, 1996.

**M&W AGENTS, INC.**

By:   
Robert Chaves, Vice-President

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TALLAHASSEE, FLORIDA

**AFFIDAVIT**

55 SEP 20 AM 10:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA )  
  )  
COUNTY OF PALM BEACH )

SS

The undersigned General Partner of **NATMART, LTD.** (the "Limited Partnership"), each being duly sworn, deposes and says:

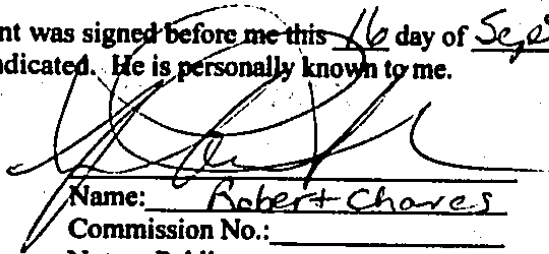
The total capital contributions of the limited partners of the Limited Partnership through this date is \$100 and the anticipated future capital contributions of the limited partners to the Limited Partnership is \$1,000,000.

**GINSBURG HOLDINGS, INC.**  
General partner

By:   
Martin Ginsburg, its President

The foregoing instrument was signed before me this 16 day of Sept, 1996, by **Martin Ginsburg** in the capacity indicated. He is personally known to me.

OFFICIAL NOTARY SEAL  
ROBERT A CHAVES  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC52178  
MY COMMISSION EXP. JAN. 24, 2000

  
Name: Robert Chaves  
Commission No.: \_\_\_\_\_  
Notary Public  
State of Florida at Large

My commission expires: