One Datran Center ate Center Penthouse 1 Suite 216 9100 South Dadels Michael W. Kirshon 2101 Corporate Boulevard Charles E. Muller II Miami, Florida 33156-7819 Charles D. Rubin Donald R. Tescher Boce Raton, Florida 33431-7343 Telephone (305) 670-0444 Telephone (407) 998-7847 of counsel Watts (800) 782-6392 Watts (800) 288-2925 Dale A. Heckerling Fax (305) 670-0734 Deburah Flalu Hochman Fax (407) 998-2642 William C. Lewis, Jr., PA. Gary D. Lipson September 16, 1996 Boca Raion Secretary of State **Division of Corporations** Post Office Box 6327 Tallahassee, Florida 32314 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 spould 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. Availab Examin Robert A. Chaves RAC/smm **Update** enclosures Updater Verifyer

> Acknowledgeme W. P. Verifyer

CERTIFICATE OF LIMITED PARTNERSHIP OF NATMART, LTD.

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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

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 / day of Sept., 1996.

GINSBURG HOLDINGS, INC. General Partner

By: MAR'EN GINSBURG, its President

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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.

Robert Chaves: Vice-Provident

SECRETARY OF STATE

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COUNTY OF PALM BEACH)

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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

Martin Ginsburg, its President

The foregoing instrument was signed before me this day of 50,07, 1996, by Martin Ginsburg in the capacity indicated. He is personally known to me.

OFFICIAL NOTARY SEAL
ROBERT A CHAYES
NOTARY PUBLIC STATE OF FLORIDA
COMMESSION NO. CCS2/178
MY COMMSSION DUP, IAN, 24200

Name: Robert Chares

Commission No.: Notary Public

State of Florida at Large

My commission expires: