1201 HAYS STREET TALIAHASSEE, FL 32301-2607

800-342-8086

PRINTER HALL LIGHT ACCOUNT NO. :

072100000032

REFERENCE :

112549

4330594

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: October 8, 1996

ORDER TIME : 10:28 AM

ORDER NO. : 112549

CUSTOMER NO:

4330594

CUSTOMER:

Justin Wilson, Legal Assistant

ADORNO & ZEDER, P.A.

Suite 1600 2601 South Bayshore Drive

Miami, FL 33133

000001971660 -10/11/96--01052--003 ***1837.50 ***1837.50

DOMESTIC FILING

NAME:

BORENSTEIN INVESTMENTS, LTD.

DIVISION OF CORPORATION

EFFECTIVE DATE:

U. TAX ARTICLES OF INCORPORATION FILING _ CERTIFICATE OF LIMITED PARTNERSHIP R. AGENT FEE PLEASE RETURN THE FOLLOWING AS PROOF OF FILE DIAL CERTIFIED COPY W. HAHA PLAIN STAMPED COPY BALANCE DUE CERTIFICATE OF GOOD STANDING TEFIND CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTMERSHIP

QΕ

BORRNSTEIN INVESTMENTS. LTD.

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

1. NAME.

The name of the Limited Partnership is: BORENSTEIN INVESTMENTS, LTD.

2. REGISTERED AGENT.

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

A Z Registered Agent Corporation 2601 S. Bayshore Drive Suite 1600 Miami, Florida 33133

3. GENERAL PARTNER.

The name and business address of the general partner

is as follows:

P96000082873

Borenstein Investments, Inc., a Florida corporation 3000 Island Boulevard, Apt. #1205 Aventura, Florida 33160

4. MAILING ADDRESS.

The mailing address for the Limited Partnership is as follows:

3000 Island Boulevard, Apt. #1205 Aventura, Florida 33160

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 Miami, Florida, this 30 day of September, 1996.

BORENSTEIN INVESTMENTS, INC.

Anita Borenstein, President

ACCEPTANCE BY REGISTERED AGENT

Pursuant to Sections 620.105 and 620.192 of the Florida Structes, the undersigned accepts appointment as registered agent for BORENSTEIN INVESTMENTS, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 30 day of September, 1996.

A Z Registered Agent Corporation

Hartin J./Nash.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned general partner of Borenstein Investments, Ltd. (the "Partnership"), being duly sworn, deposes and says:

The assets contributed to the Partnership by the Limited Partners has an agreed upon fair market value of \$363,869.00 and the total anticipated value of the capital contributions of the Limited Partners is the same.

DATED this 30 day of September, 1996.

BORENSTEIN INVESTMENTS, INC., General Partner

v: mila

Anita Borenstein,

President

19080/jtw 090256/3/cb