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FROM: RASCO & REININGER ACCT#: 104076000124
CONTACT: CARLOS A GATO
PHONE: (305)261-0500 FAX #: (305)267-1787

NAME: MARMORSTEIN FAMILY PARTNERSHIP NO. I, LTD.
AUDIT NUMBER.....H96000014797
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARMORSTEIN FAMILY PARTNERSHIP NO. I, LTD.**

MARMORSTEIN FAMILY PARTNERSHIP NO. I, LTD.

(Name of the Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")

12466 S.W. 128th Street, Miami, Florida 33186
(The Business Address of Limited Partnership)

MIAMI CORPORATE SYSTEMS, INC.

(Name of Registered Agent for Service of Process)

5200 Blue Lagoon Drive, Suite 700, Miami, Florida 33126
(Florida Street Address for Registered Agent)

[Signature] **Vice-President**
Registered Agent must sign here to accept designation as
Registered Agent for Service of Process.)

12466 S.W. 128th Street, Miami, Florida 33186

(The Mailing Address of the Limited Partnership)

1. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2030.

NAME OF GENERAL PARTNER

**MARMORSTEIN FAMILY
ENTERPRISES, INC., a Florida
corporation**

SPECIFIC ADDRESS

**6815 Sunrise Drive
Miami, Florida 33133**

9960000 83423

Prepared by: Salomon B. Esquerlazi, Esq.
Rasco & Reininger, P.A.
5200 Blue Lagoon Drive, Suite 700
Miami, Florida 33126
(305) 261-0500
Florida Bar No.: 992038

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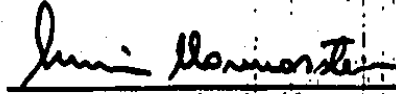
19849224888 P.07

Audit No. H96000014797

Signed this 18 day of October, 1996.

Signature of general partner:

**MARMORSTEIN FAMILY
ENTERPRISES, INC.,** a Florida
corporation



Irwin Marmorstein, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting the sole general partner of MARMORSTEIN FAMILY PARTNERSHIP NO. 1, LTD., a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partner is \$10,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$10,000.

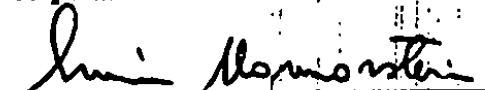
This 18 day of October, 1996.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

MARMORSTEIN FAMILY
ENTERPRISES, INC., a Florida
corporation


Irwin Marmorstein, President

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OCT-22-1996 13154 FROM RASCO & REININGER P.A.

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19849224888 P.09

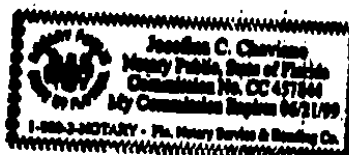
Audit No. H96000014797

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 18th day of October, 1996 by IRWIN MARMORSTEIN, the President of MARMORSTEIN FAMILY ENTERPRISES, INC. who is personally known to me or who has produced Florida Driver's License as identification.

Josefine C. Chaviano
Print Name: Josefine C. Chaviano

Notary Public



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TOTAL P.09