

DEC. 19 3:11 PM COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A. NO. 41 177
A96000002271

12/10/96

**FLORIDA DIVISION OF CORPORATIONS
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((H96000017311 7))

TO: DIVISION OF CORPORATIONS **FAX #: (904)922-4000**
FROM: COHEN, CHASE, HOFFMAN & TRAUTMAN, P.A. **ACCT#: 102450002676**
CONTACT: MARY W KURLANSKI **FAX #: (305)670-6152**
PHONE: (305)670-0201

NAME: SOLOMON GALIANO, LTD.
AUDIT NUMBER.....H96000017311
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP
CERT. OF STATUS..0 **PAGES..... 2**
CERT. COPIES.....1 **DEL.METHOD.. FAX**
EST.CHARGE.. \$1,837.50

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT**

A96-2271

Name Available	<i>OC 12-11</i>
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SOLOMON GALIANO, LTD.
a Florida limited partnership**

The undersigned General Partner of Solomon Galliano, Ltd. (the "Partnership"), desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620, Part I of the Florida Statutes, hereby states the following:

1. The name of the Partnership is Solomon Galliano, Ltd.
2. The address of the office of the Partnership is 1925 Brickell Avenue, Unit TH-14, Miami, Florida 33129. The name and address of the agent for service of process on the Partnership is Helen Weiss, 1925 Brickell Avenue, Unit TH-14, Miami, Florida 33129.
3. The name and business address of the General Partner is Solomon Galliano, Inc., 1925 Brickell Avenue, Unit TH-14, Miami, Florida 33129. *P96000099527*
4. The mailing address of the Partnership is 1925 Brickell Avenue, Unit TH-14, Miami, Florida 33129.
5. The latest date upon which the Partnership shall dissolve is December 31, 2046.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of Solomon Galliano, Ltd. this 9th day of December, 1996.

SOLOMON GALIANO, LTD.

By: SOLOMON GALIANO, INC.,
General Partner

By: *Helen Weiss*
HELEN WEISS, President

This instrument prepared by:
Alan R. Chase, Esquire
Florida Bar No. 205478
Cohen, Chase & Hoffman, P.A.
9400 S. Dadeland Boulevard, Suite 600
Miami, Florida 33156
(305) 670-0201

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Solomon Galiano, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Helen Weiss

HELEN WEISS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Helen Weiss, President of Solomon Galiano, Inc., the General Partner of Solomon Galiano, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", certifies as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is \$371,250.
2. It is not anticipated that the limited partners will make additional capital contributions to the Partnership.

SOLOMON GALIANO, LTD.
By: SOLOMON GALIANO, INC.,
General Partner

By: *Helen Weiss*

HELEN WEISS, President

PARASOLOMONCERTIFICATE

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RECEIVED REPLACEMENT CHECK/PAYMENT FOR
DEBIT MEMO #71414-K \$4000.00

NO SERVICE FEE COLLECTED, CHECK RETURNED
FROM OUR BANK, DUE TO ENDORSEMENT ERROR,
(OUR:ERROR) ML