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A9600002311



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PROFESSIONAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 187557 4311754

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 13, 1996

ORDER TIME : 11:08 AM

ORDER NO. : 187557-005

CUSTOMER NO: 4311754

CUSTOMER: Ms. Carrie Sanchez
FIELDSTONE, LESTER & SHEAR
Suite 2100
200 South Biscayne Blvd.
Miami, FL 33131

700002031267--7
-12/17/96--01118--011
***1837.50 ***1837.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96DEC 13 PM 2:31

DOMESTIC FILING

NAME: DECKMOR PARTNERS II, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XXXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

G. TAX
FILING 1250.00
R. AGENT FEE 35.00
G. COPY 52.50
TOTAL 1637.50
N. BANK
BALANCE DUE
FEE/IND

12/13/96
RECEIVED
96DEC 13 PM 1:18
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
DECKMOR PARTNERS II, LTD.**

This Certificate of Limited Partnership is prepared and filed in order to form a limited partnership in accordance with Section 620.108, Florida Statutes.

1. The name of the limited partnership is Deckmor Partners II, Ltd.

2. The address of the office and the name and address of the agent for service of process on the limited partnership is:

Office address:
5675 S.W. 35th Avenue
Ft. Lauderdale, FL 33312

Agent:
Morris Deckelbaum
5675 S.W. 35th Avenue
Ft. Lauderdale, FL 33312

3. The name and business address of the sole general partner is:

Deckmor Enterprises II, Inc.
5675 S.W. 35th Avenue
Ft. Lauderdale, FL 33312

P96000000429

4. The mailing address for the limited partnership is:

5675 S.W. 35th Avenue
Ft. Lauderdale, FL 33312

5. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2026.

The undersigned general partner has executed this Certificate of Limited Partnership this 12 day of December, 1996.

GENERAL PARTNER:

DECKMOR ENTERPRISES II, INC., a
Florida corporation

By: Morris Deckelbaum
Morris Deckelbaum,
President

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SECRETARY OF STATE
DESIGNER: C. C. B. CORPORATION
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The undersigned accepts the foregoing designation as the agent for service of process on Deckmor Partners II, Ltd., and agrees to act in that capacity.


Morris Deckelbaum

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA §
 § SS
COUNTY OF BROWARD §

The undersigned, Morris Deckelbaum, as President of the sole general partner of DECKMOR PARTNERS II, LTD., a Florida general partnership, being first duly sworn on oath, deposes and says:

1. That he is the President of DECKMOR ENTERPRISES II, INC., a Florida corporation, and in that capacity has full authority to sign this Affidavit on behalf of the corporation.

2. That DECKMOR ENTERPRISES II, INC. is the sole general partner of DECKMOR PARTNERS II, LTD., a Florida limited partnership.

3. That the amount of the capital contributions of the limited partner and the total amount anticipated to be contributed by the limited partner at this time is \$400,000.00.

FURTHER AFFIANT SAYETH NOT.

GENERAL PARTNER:

DECKMOR ENTERPRISES II, INC.,
a Florida corporation


By: 
Morris Deckelbaum,
President

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority personally appeared Morris Deckelbaum, as President of DECKMOR ENTERPRISES II, INC., a Florida corporation, who is personally known to me or who has produced _____ as identification and who did

take an oath, acknowledged before me that he executed the foregoing instrument for the purposes herein expressed.

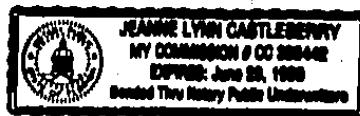
WITNESS MY HAND and official seal at Fort Lauderdale, Broward County, Florida, this 12 day of December, 1996.


signature

Jeanne Lynn Castleberry
Print (Notary's Name)
Notary Public, State of Florida

Notarial Seal:

es\ds\decker.ltd



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