

A9600002400

ACCOUNT NO. : 072100000032

REFERENCE : 196625 4320025

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 20, 1996

ORDER TIME : 9:40 AM

ORDER NO. : 196625-005

CUSTOMER NO: 4320025

CUSTOMER: Ms. Debra Barnes
PACKMAN, NEUWAHL & ROSENBERG

1500 San Remo Avenue
Suite 125
Coral Gables, FL 33146

000002046510--0
-01/06/97--01019--019
****140.00 ****140.00

DOMESTIC FILING

NAME: CEJAS FAMILY, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

G. TAX: _____
FILING 52.50
R. AGENT FEE 35.00
C. COPY 52.50
TOTAL 140.00
N. BANK _____
BALANCE DUE _____
FEE/DND _____

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS:

1/23/97
RECEIVED
96 DEC 20 11:52
BKC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 20, 1996

GAIL WILLIAMS
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: CEJAS FAMILY, LTD.
Ref. Number: W96000026732

We have received your document for CEJAS FAMILY, LTD. and check(s) totaling \$1837.50. However, your check(s) and document are being returned for the following:

The AFFIDAVIT indicates that the anticipated limited partner contributions total \$3,900.00. If this is so, then the total required to file the partnership and to obtain a certified copy of the filed documents is only \$140.00.

Please return with the correct fee.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 696A00056777

RESUBMIT

Please give original
submission date as file date.

FILED STATE
SECRETARY OF CORPORATIONS
96 DEC 20 AM 10:00 RECEIVED
DIVISION OF CORPORATIONS

**CEJAS FAMILY, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP**

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 20 11 00

Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

1. The name of the Limited Partnership shall be CEJAS FAMILY, LTD.

2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.

3. The location of the principal place of business is 200 South Biscayne Boulevard, Suite 2410, Miami, Florida 33131. The name and address of the agent for service of process is Atrium Registered Agents, Inc., 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

4. The name and business address of the General Partner shall be as follows:

P96 000078669
Family Ventures of Miami, Inc.
200 South Biscayne Boulevard
Suite 2410
Miami, Florida 33131

5. The mailing address for the Limited Partnership shall be as follows:

Cejas Family, Ltd.
200 South Biscayne Boulevard
Suite 2410
Miami, Florida 33131

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Limited Partnership on the 13TH day of December, 1996, effective upon filing same with the Florida Department of State.

FAMILY VENTURES OF MIAMI, INC.
General Partner

BY:


Paul L. Cejas
PAUL L. CEJAS, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 20 AM 10:00

STATE OF FLORIDA }
COUNTY OF DADE } SS:

The foregoing instrument was acknowledged before me this 13 day of December, 1996, by PAUL L. CEJAS, President FAMILY VENTURES OF MIAMI, INC., who did execute the foregoing Certificate of Limited Partnership as General Partner, who is personally known to me, or who has produced _____ as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Hilda C. Montero
Signature - NOTARY PUBLIC

Hilda C. Montero
Printed Name of NOTARY PUBLIC
 COMMISSION NO. 00-020058
MY COMMISSION EXPIRES
Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for CEJAS FAMILY, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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.

REGISTERED AGENT
ATRIUM REGISTERED AGENTS, INC.

BY:

Dennis Ginsburg
DENNIS GINSBURG, Vice
President

CERTIF
20/5*4669

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared PAUL L. CEJAS, President of Family Ventures of Miami, Inc., the general partner of CEJAS FAMILY, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$3,900.

This 13th day of December, 1996.

FURTHER AFFIANT SAYETH NAUGHT.

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

FAMILY VENTURES OF MIAMI, INC.,
General Partner

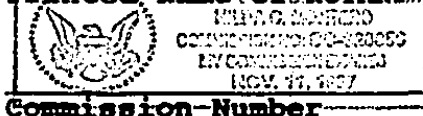
BY: *Paul L. Cejas*
PAUL L. CEJAS, President

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 13th day of December, 1996, by PAUL L. CEJAS, President of FAMILY VENTURES OF MIAMI, INC., who did execute the foregoing Affidavit of Capital Contributions as General Partner, who is personally known to me, or who has produced _____ as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Hilda C. Montero
Signature - NOTARY PUBLIC

Hilda C. Montero
Printed Name of NOTARY PUBLIC



AFFDVT
20/5*4669

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 20 AM 10:00



A 96000000 2400

1760-00

ACCOUNT NO. : 072100000032

REFERENCE : 209183 4320025

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : January 30, 1997

ORDER TIME : 11:39 AM

ORDER NO. : 209183-010

CUSTOMER NO: 4320025

CUSTOMER: Ms. Debra Barnes
Packman, Neuwahl & Rosenberg
1500 San Remo Avenue
Suite 125
Coral Gables, FL 33146

FILED
SECRETARY OF CORPORATIONS
91 JAN 29 PM 12:43

DOMESTIC AMENDMENT FILING

NAME: CEJAS FAMILY, LTD.

NU CU

200002079172--7

-02/05/97--01126--001

***1837.50 ***1287.50

200002079172--7

-02/05/97--01126--002

****462.50 ****462.50

XXXX ARTICLE 1 OF AMENDMENT (SUPP AFFIDAVIT)
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
XXX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail Williams

EXAMINER'S INITIALS: _____

SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared PAUL L. CEJAS, President of Family Ventures of Miami, Inc., the general partner of CEJAS FAMILY, LTD., a Florida limited partnership, (hereinafter referred to as the "Partnership"), who executed this supplemental affidavit pursuant to section 620.112, Florida Statutes.

The total amount of the capital contributions of the limited partners contributed and anticipated to be contributed is \$5,000,000.

This 27 day of January, 1997.

FURTHER AFFIANT SAYETH NAUGHT.

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

FAMILY VENTURES OF MIAMI, INC.
General Partner

BY:

PAUL L. CEJAS, President

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 27 day of January, 1997, by PAUL L. CEJAS, President of FAMILY VENTURES OF MIAMI, INC., who did execute the foregoing Supplemental Affidavit of Capital Contributions as General Partner, who is personally known to me, ~~or who has produced~~ identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

Signature - NOTARY PUBLIC

DONALD M. DARRACH
Printed Name of NOTARY PUBLIC

Supp. Aff
4/6*4669

Commission Number



DONALD M. DARRACH
COMMISSION # CC 987310
EXPIRES JUN 28, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

97 JAN 29 PM 12:43
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JAN 29 PM 12:43
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS