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Kramer, Sewell & Sopko, P.A.

ATTORNEYS AT LAW

ROBERT S. KRAMER LAURIE RUSK SEWELL JAMES SOPKO Board Certified Tax Lawyer Board Certified Wills, Trusts and Estates Lawyer MARIA MENECHELLA-STEIER 2307 S.E. MONTEREY ROAD POST OFFICE BOX 2421 STUART, FLORIDA 34995

> (561) 288-0048 FAX (561) 288-0049

October 29, 1997

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VIA UPS OVERNIGHT

Secretary of State Division of Corporations Bureau of Corporate Records 409 East Gaines Street Tallahassee, FL 32301

Gentlemen:

Re:

Enclosed is an original and one copy of the Certificate of Limited Partnership of Minn's Family Limited Partnership, an Affidavit of Capital Contributions and a check in the amount of \$1,837.50 payable to the Florida Secretary of State, representing the \$1,750.00 filing fee, \$35.00 for designation of agent and \$52.50 for a certified copy of the Certificate of Limited Partnership. Kindly accept the enclosed for filing.

Please return a certified copy of the Certificate of Limited Partnership to the undersigned at your convenience. If you have any questions, please feel free to call.

Thank you for your cooperation in this matter.

Minn's Family Limited Partnership

Market Sinterely. AVACONCULAR

Documen Examine

James-Sepko

Upda

Hipfaler JS/sla

Verifyer Enclosures

Acknowledgemen Minnie Plaskove, Limited Partner

Craig I. Kelley, Esquire

W. P. Verifyel

41,720,000,00

18E600000 TPA

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a Limited Partnership pursuant to the laws of the State of Florida, certify as follows:

1. Name of Limited Partnership

The name of the Limited Partnership is MINN'S FAMILY LIMITED PARTNERSHIP.

2. Office for Maintenance of Business Records

The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes is 5275 Suffolk Drive, Boca Raton, FL 33496.

3. Agent for Service of Process

The name and address of the Partnership's agent for service of process in Florida is Craig I. Kelley, Esquire, 4420 Beacon Circle, Suite 100, West Palm Beach, FL 33407.

4. General Partners

The name and business address of the General Partner in the Limited Partnership is M.M. Plaskove, Inc., 5275 Suffolk Drive, Boca Raton, FL 33496.

POTOCOOD VOY

5. Address of Partnership

The mailing address of the Limited Partnership is 5275 Suffolk Drive, Boca Raton, FL 33496.

6. Date of Dissolution

The latest date in which the Limited Partnership is to dissolve is December 31, 2030.

7. **Effective Date**

This certificate will become effective, and the Limited Partnership will be formed, upon filing with the Secretary of State.

Dated: October 29, 1997.

Boca Raton, Florida

General Partner:

M.M. PLASKOVE, INC.

Minnie Plaskove, President

ACCEPTANCE OF AGENT FOR SERVICE OF PROCESS

Having been named to accept service of process for MINN'S FAMILY LIMITED PARTNERSHIP, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 29th day of October, 1997.

Craig I. Kelley

Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, who is the President of M.M. Plaskove, Inc., a Florida corporation, the sole general partner of Minn's Family Limited Partnership, a Florida Limited Partnership (the "Partnership"), declares that the capital contributions of all the Limited Partners in the Partnership are as follows:

1. The original Limited Partners have made capital contributions in the following amounts:

Name of Limited Partner

Amount of Contribution

Minnie Plaskove

\$ 1,450,000.00

2. It is not anticipated that additional contributions by Limited Partners will be made in the future.

Dated: October 29, 1997 Boca Raton, Florida

General Partner

M.M. Plaskove, Inc., a Florida Corporation

Minnie Plaskove, President

STATE OF FLORIDA COUNTY OF PALM BEACH

On this 29th day of October, 1997, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Minnie Plaskove, the President of M.M. Plaskove, Inc., a Florida Corporation, the General Partner of Minn's Family Limited Partnership, who is personally known to me, or [] produced a Florida Driver's License, or [] produced as identification, and who is the person whose name is subscribed to the within instrument and who acknowledged that he executed the same on behalf of the General Partner of the Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

(NOTARY SEAL)

JAMES SOPKO
COMMISSION # CC 572196
EXPIRES AUG 10, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

IAMES SOPKO I am a Notary Public of the State of Florida, having a commission number of CC 572196 and my commission expires 08/10/00.