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FROM: HODGSON, RUSS, ANDREWS, ET AL
072720000242

ACCT#:

CONTACT: DONNA DEMPSEY
PHONE: (561) 394-0500
(561) 394-3862

FAX #:

NAME: H B B F LIMITED PARTNERSHIP

AUDIT NUMBER.....H97000018780

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS...0

PAGES..... 4

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Paul E. Roman
Thomas E. Slinay, P.A.

James A. Porter, P.A.
Of Counsel

RESIDENT IN NEW YORK
Paul R. Comeau
Mark S. Klein
Stephen M. Newman

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November 12, 1997

VIA FACSIMILE/850-922-4001

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32302

Dear Sir/Madam:

RE: H B B F LIMITED PARTNERSHIP

Enclosed please find the Certificate of Limited Partnership and the Affidavit of Capital Contributions of H B B F HOLDINGS, INC. hereby submitted for electronic filing.

Please charge our account accordingly and forward a certified copy to the undersigned via facsimile at (561) 394-3862.

If you have any questions, please call 1-800-331-1025.

Very truly yours,

Tracey A. Testa

Tracey A. Testa
Legal Assistant

tat

Enclosures

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CERTIFICATE OF LIMITED PARTNERSHIP

of

H B B F LIMITED PARTNERSHIP

(a Florida limited partnership)

The undersigned General Partner desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986) hereby states the following pursuant to Section 620.108, Florida Statutes.

1. The name of the Partnership is: H B B F LIMITED PARTNERSHIP.

2. The address of the office of the Partnership is: 249 Royal Palm Way, Palm Beach, Florida 33480.

3. The name and address of the agent for service of process on the Partnership is: HRAWG Corp., 2000 Glades Road, Suite 400, Boca Raton, Florida 33431.

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

H B B F HOLDINGS, INC.
2000 Glades Road, Suite 400
Boca Raton, Florida 33431.

part-96412

5. The mailing address of the Partnership is: 249 Royal Palm Way, Palm Beach, Florida 33480.

6. The latest date upon which the Partnership shall dissolve is: December 31, 2096.

7. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by H B B F HOLDINGS, INC. as General Partners of the Partnership.

Susan K. Baumel, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
2000 Glades Road, Suite 400
Boca Raton, Florida 33431
Telephone (561) 394-0500
Florida Bar No. 284351

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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 Incorporator of the Partnership on behalf of the General Partner of H B B F Limited Partnership this day.

H B B F HOLDINGS, INC.

Dated: November 10, 1997

By: 

Anthony L. Dutton,
Incorporator

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for H B B F LIMITED PARTNERSHIP, a Florida Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, we, 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.

HRAWG Corp.

Dated: November 10, 1997

By: 
Anthony L. Dutton,
Vice President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the General Partner of H B B F LIMITED PARTNERSHIP, a Florida Limited Partnership, hereby certifies as follows:

The amount of capital contributions to date of the Limited Partners is: \$495.00.

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals \$495.00

Under the penalties of perjury the undersigned declares that the information stated above is true, to the best of its knowledge and belief.

H B B F LIMITED PARTNERSHIP

Dated: November 10, 1997

By:

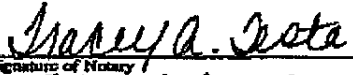

Anthony L. Dutton,
Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was sworn to before me this day by Anthony L. Dutton, as Incorporator of the Partnership on behalf of the general partner of H B B F LIMITED PARTNERSHIP.




Signature of Notary
TRACEY A. TESTA
Printed Name of Notary
November 10, 1997
Date

Personally known or produced: _____BOCA:82688_1
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