

A97000002456



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 598156 80978A

AUTHORIZATION :

COST LIMIT : \$ 105.00

ORDER DATE : November 12, 1997

ORDER TIME : 11:16 AM

ORDER NO. : 598156-010

CUSTOMER NO: 80978A

CUSTOMER: Allen J. Rapoport, Esq
RAPOPORT & TRIAY

Suite 1110
999 Ponce De Leon Boulevard
Coral Gables, FL 33134

900002344619--9

DOMESTIC FILING

NAME: AMK HOLDINGS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED
97 NOV 12 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 NOV 12 PM 12:23
DIVISION OF CORPORATION

CM

FILE SECOND

CERTIFICATE OF LIMITED PARTNERSHIP

AMK Holdings, Ltd.

1. _____
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")

444 Brickell Avenue, Suite 800, Miami, Florida 33131


2. _____
(Business Address of Limited Partnership)

RAK Holding Corp.

3. _____
(Name of Registered Agent for Service of Process)

444 Brickell Avenue, Suite 800, Miami, Florida 33131

4. _____
(Florida street address for Registered Agent)

5.  RAK Holding Corp. By: Fredric N. Karlton, President
By: Fredric N. Karlton Its: President

(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

444 Brickell Avenue, Suite 800, Miami, Florida 33131

6. _____
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is:
January 1, 2070.

8. Name(s) of general partner(s): RAK Holding Corp *997-96424* Street Address
444 Brickell Avenue, Suite 800,
Miami, Florida 33131

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 11 day of November, 1997.

Signature of all general partners:
RAK Holding Corp.

By: 
Fredric N. Karlton
Its: President, and as Registered Agent for the Limited Partnership.

FILED
97 NOV 12 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of

AMK Holdings, Ltd.

a Florida Limited Partnership,

The amount of capital contributions to date of the limited partners is \$10,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$10,000.00.

Signed this 11 day of November, 1997.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

RAK Holding Corp.

By: 

Fredric N. Karlton

Its: President

FILED
97 NOV 12 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA