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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Leibowitz Properties Ltd.

File 2nd

000002350580--3
-11/18/97--01057--005
***1837.50 ***1837.50

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NEW FILINGS	
<input type="checkbox"/>	Profit
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<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

G. TAX _____
 FILING 1750.00
 R. AGENT FEE 35.00
 S. COOP 32.50
 TOTAL 1837.50
 BALANCE DUE _____
 REFUND _____

Ordered By: _____

Date: _____

11/14/97

CERTIFICATE OF LIMITED PARTNERSHIP

OF

LEIBOWITZ PROPERTIES, LTD.

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TALLAHASSEE FLORIDA

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes hereby certifies and swears in this Certificate of Limited Partnership to the following:

1. NAME.

The name of the limited partnership is:

LEIBOWITZ PROPERTIES, LTD. (the "Partnership")

2. REGISTERED AGENT.

The name and address of the Registered Agent for the Partnership is:

A Z Registered Agent Corporation
2601 S. Bayshore Drive
Suite 1600
Miami, Florida 33133

3. GENERAL PARTNER.

The name and business address of the general partner is as follows:

Leibowitz Management Co., Inc., a Florida corporation
6202 Royal Poinciana Lane
Tamarac, Florida 33319

P9700097235

4. MAILING ADDRESS.

The mailing address for the Partnership is as follows:

6202 Royal Poinciana Lane
Tamarac, Florida 33319

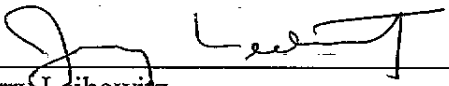
5. DISSOLUTION DATE.

The latest date upon which the Partnership is to dissolve is December 31, 2047

IN WITNESS WHEREOF, the General Partner has caused this Certificate of Limited Partnership to be executed at Miami, Florida, this 10th day of November, 1997.

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LEIBOWITZ MANAGEMENT CO., INC.,
a Florida corporation,
General Partner

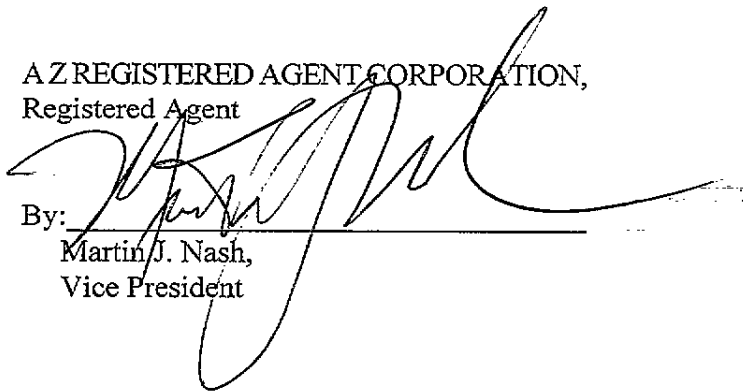
By: 
Jerry Leibowitz,
President

ACCEPTANCE BY REGISTERED AGENT

Pursuant to Sections 620.105 and 620.192 of the Florida Statutes, the undersigned accepts appointment as Registered Agent for LEIBOWITZ PROPERTIES, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 10th day of November, 1997.

AZ REGISTERED AGENT CORPORATION,
Registered Agent

By: 
Martin J. Nash,
Vice President

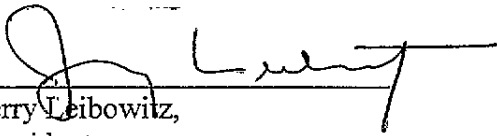
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned President of the General Partner of LEIBOWITZ PROPERTIES, LTD., a Florida limited partnership, being duly sworn, deposes and says:

The assets contributed to the Partnership by the limited partners have an agreed upon fair market value of \$655,000 and the total anticipated value of the capital contributions of the limited partners is the same.

LEIBOWITZ MANAGEMENT CO., INC.,
a Florida corporation,
General Partner

By: 
Jerry Leibowitz,
President

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