CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 11 • Tallah ssee Florida 32.30 (850) 224-8870 • 1-800-342 8062 Fax 83.0) 2.2-14.2

Donald J Amily In	Kipnis Juestments, CTO	97 NOV 27775 ——1 50000236 57775 ——1 -12/03/87—010125-027 ****1757:00 5**********87.50
	CORAFUS	Art-of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy
Signature Requested by:	FILING RAGINET FEE 3500	Photo Copy Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Vehicle Search UCC 1 or 3 File UCC 11 Search
Name Walk-In	Will Pick Up	UCC 11 Retrieval Courier

AFFIDAVIT AND CERTIFICATE OF LIMITED PARTNERSHIP OF DONALD J. KIPNIS FAMILY INVESTMENTS, LTD.

STATISTE FLORIDA

I, DONALD J. KIPNIS, the undersigned General Partner of the DONALD J. KIPNIS FAMILY INVESTMENTS, LTD. do hereby enter into this Certificate of Limited Partnership, under and pursuant to Chapter 620 of the Florida Statutes, and being duly sworn, do hereby certify, state and declare as follows:

ARTICLE I

The name of the limited partnership, which is hereafter referred to as the "Limited Partnership", shall be DONALD J. KIPNIS FAMILY INVESTMENTS, LTD.

ARTICLE II

The principal place of business and the mailing address of the Limited Partnership in Florida shall be 394 South Hibiscus Drive, Miami Beach, Florida 33139.

ARTICLE III

The street address of the initial registered office of the Limited Partnership is 201 S. Biscayne Boulevard, Suite 3000, Miami, Florida 33131 and the initial registered agent of the Limited Partnership at that address is B & C Corporate Services, Inc.

ARTICLE IV

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

<u>Name</u>

<u>Address</u>

DONALD J. KIPNIS

394 South Hibiscus Drive Miami Beach, Florida 33139

ARTICLE V

The Partnership shall commence on the earlier of December 15, 1997 or upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2050, unless extended in writing as provided in the Partnership Agreement.

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

Signed this Z4 day of NOVEMBER, 1997.

GENERAL PARTNER

DONALD I. KIPMS

STATE OF FLORIDA)
COUNTY OF DADE)
<u>₩0₩</u> 1997	Signature of Notary Public Print Name: MICHAEL A DRIBIN State of: Florida My Commission Expires: // My Commission Expires: OFFICIAL NOTARY SEAL NOTARY PUBLIC STATE OF I ORIGINA MY COMMISSION EAP NOW A 2000

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Certificate of Limited Partnership and state that I am familiar with and accept the obligations of Section 620.105 of the Revised Uniform Limited Partnership Act.

B & C CORPORATE SERVICES, INC.

By: <u>(MA) OGO (OFF)</u> Anna Salgado, Vice Presi**de**nt

EST\21711\0001\RPR10.08F 971125

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR DONALD J. KIPNIS FAMILY INVESTMENTS, LTD.

BEFORE ME the undersigned, personally appeared DONALD J. KIPNIS, the sole General Partner of DONALD J. KIPNIS FAMILY INVESTMENTS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, did certify as follows:

The amount of capital contribution of the Limited Partner is \$7,500.00. The additional Limited Partner contributions are anti-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.

Dated this 24 day of November, 1997.

GENERAL PARTNER

EST\21711\0001\RPR10.08E 971124

STATE OF FLORIDA)) SS:					
COUNTY OF DADE	.)					
					<i>t</i>	
The foregoing in NoV. 1997	nstrument was by DONALD J	acknowledged . KIPNIS, Gene	before of	me this er of DOI	<u> </u>	day of
FAMILY INVESTMENT			nally knov			
						•

Signature of Notary Public
Print Name: MICHAEL A. DNIBIN

State of: Florida

My Commission Expires: //-4-0 0

OFFICIAL NOTARY SEAL MICHAEL A DRIBIN NOTARY PUBLIC STATE OF FLORIED COMMISSION NO MY COMMISSION EXP. 1044