

\$87.50

A97000002566

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-442-8061 • Fax (850) 222-1222

Donald J. And NANCY
Kipnis Family Investments
LTD.

800002361778--2
-12/03/97--01012--027
****175.00 *****87.50

CORAFUP

3. TAX FILING 52.50
R. AGENT FEE 35.00
3. COPY 87.50
TOTAL 87.50
4. BANK BALANCE DUE 87.50
FEEING

Signature

Requested by:

Kim

Name

Date

11/25

Time

10:30

Walk-In

Will Pick Up

- 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
- 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
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

97 NOV 26 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

97 NOV 26 AM 10:03
DIVISION OF CORPORATION
RECEIVED

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

I, DONALD J. KIPNIS and NANCY KIPNIS, the undersigned General Partners of the DONALD J. and NANCY 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. and NANCY 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 and NANCY KIPNIS, as Tenants by the Entirety	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 24 day of NOVEMBER, 1997.

GENERAL PARTNERS:


DONALD J. KIPNIS, as Tenant by
the Entirety


NANCY KIPNIS, as Tenant by
the Entirety

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NOV 26 AM 11:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

FILED
97 NOV 26 AM 11:10
TALLAHASSEE
FLORIDA

The foregoing instrument was acknowledged before me this 24th day of NOV. 1997 by DONALD J. KIPNIS, General Partner of DONALD J. AND NANCY KIPNIS FAMILY INVESTMENTS, LTD., who is either personally known to me, or ~~has produced~~ _____ as identification.

Michael A. Drabin

Signature of Notary Public
Print Name: MICHAEL A. DRIBIN
State of: Florida
My Commission Expires: 11-4-00

OFFICIAL NOTARY SEAL
MICHAEL A DRIBIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC598045
MY COMMISSION EXP. NOV 4, 2000

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24th day of NOV. 1997 by NANCY KIPNIS, General Partner of DONALD J. AND NANCY KIPNIS FAMILY INVESTMENTS, LTD., who is either personally known to me, or ~~has produced~~ _____ as identification.

Michael A. Drabin

Signature of Notary Public
Print Name: MICHAEL A. DRIBIN
State of: Florida
My Commission Expires: 11-4-00

OFFICIAL NOTARY SEAL
MICHAEL A DRIBIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC598045
MY COMMISSION EXP. NOV 4, 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: _____

Anna Salgado
Anna Salgado, Vice President

FILED
97 NOV 26 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FILED
97 NOV 26 AM 11:15
TALLAHASSEE FLORIDA
SECRETARY OF STATE

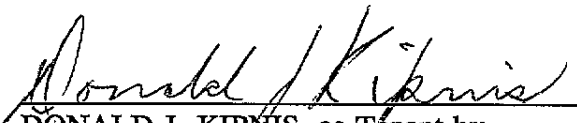
BEFORE ME the undersigned, personally appeared DONALD J. KIPNIS and NANCY KIPNIS, the General Partners of DONALD J. and NANCY KIPNIS FAMILY INVESTMENTS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", who, upon being duly sworn, did certify as follows:


The amount of capital contribution of the Limited Partners is \$7,500.00.
No additional Limited Partner contributions are anticipated.
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 PARTNERS


DONALD J. KIPNIS, as Tenant by
the Entirety

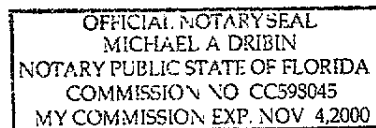

NANCY KIPNIS, as Tenant by
the Entirety

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

FILED
97 NOV 26 AM 11:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The foregoing instrument was acknowledged before me this 24th day of Nov. 1997 by DONALD J. KIPNIS, General Partner of DONALD J. and NANCY KIPNIS FAMILY INVESTMENTS, LTD., who is either personally known to me, or ~~has produced~~ _____ as identification.

Michael A. Dribin
Signature of Notary Public
Print Name: MICHAEL A. DRIBIN
State of: Florida
My Commission Expires: 11-4-00



STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24th day of Nov. 1997 by NANCY KIPNIS, General Partner of DONALD J. and NANCY KIPNIS FAMILY INVESTMENTS, LTD., who is either personally known to me, or ~~has produced~~ _____ as identification.

Michael A. Dribin
Signature of Notary Public
Print Name: MICHAEL A. DRIBIN
State of: Florida
My Commission Expires: 11-4-00

