



THE UNITED STATES
CORPORATION
COMPANY

A97000002572

ACCOUNT NO. : 072100000032

REFERENCE : 606597 . 11758A

AUTHORIZATION : Patricia Pzyt

COST LIMIT : \$140.00

ORDER DATE : November 19, 1997

ORDER TIME : 2:36 PM

ORDER NO. : 606597-005

000002352470--5

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
DOUMAR CURTIS CROSS LAYSTROM
PERLOFF
1177 Southeast Third Avenue
Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: A & K LIMITED PARTNERSHIP

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: BIK

RECEIVED
97 NOV 19 PM 4:07
DIVISION OF CORPORATION
97 NOV 19 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

11/19/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortonham
DIV Secretary of State

November 20, 1997

DEBORAH SCHRODER
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: A & K LIMITED PARTNERSHIP
Ref. Number: W97000026190

RESUBMIT
Please give original
submission date as file date.

We have received your document for A & K LIMITED PARTNERSHIP and the authorization to debit your account in the amount of \$140.00. However, the document has not been filed and is being returned for the following:

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 997A00055585

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TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

A & K OF ORLANDO LIMITED PARTNERSHIP

THE UNDERSIGNED, constituting the General Partner of the A & K OF ORLANDO LIMITED PARTNERSHIP, a Florida Limited partnership, hereby files its Certificate of Limited Partnership in accordance with Chapter 620, Florida Statutes, as follows:

1. **Name of the Partnership.** A & K OF ORLANDO LIMITED PARTNERSHIP.

2. **The address of the office of the Partnership is**
9753 S. Orange Blossom Trail
Orlando, FL 32837

3. **Name and addresses of the agent for the service of process on the Partnership is.**

JEFFREY S. WACHS, ESQ.
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316

4. **Name and business address of the General Partner is.**

Fouad S. Ashdji
Michael G. Keotahlia
9753 S. Orange Blossom Trail
Orlando, FL 32837

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TALLAHASSEE FLORIDA

5. Mailing address of the Partnership is.

A & K OF ORLANDO LIMITED PARTNERSHIP
9753 S. Orange Blossom Trail
Orlando, FL 32837


6. Latest date upon which the Partnership will dissolve.

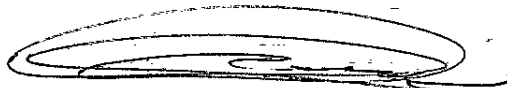
Will be in accordance with Section 620.157
of the Florida Statute, however, no later than
December 31, 2047.

The execution of this Certificate by the undersigned General
Partner constitutes an affirmation under penalties of perjury that
the facts stated herein are true.


IN WITNESS WHEREOF, the undersigned has duly executed this
Certificate of Limited Partnership of the A & K OF ORLANDO LIMITED
PARTNERSHIP this 4 day NOVEMBER, 1997.

GENERAL PARTNERS:

 Nora Adrovet
My Commission CC689975
Expires October 20, 2001



FOUAD S. ASHDJI

 Nora Adrovet
My Commission CC689975
Expires October 20, 2001

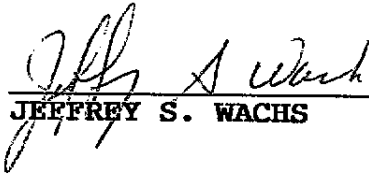

MICHAEL G. KEOTAHLIAN

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SECRETARY OF STATE

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for A & K OF ORLANDO LIMITED PARTNERSHIP, a Florida limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, we, on behalf of the Partnership agree to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT:



JEFFREY S. WACHS

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TALLAHASSEE FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared **FOUAD S. ASHDJI** and **MICHAEL G. KEOTAHLIAN**, the General Partners of the A & K of Orlando Limited Partnership a Florida limited partnership, herein referred to as the "Partnership", who, upon being duly sworn, certified as follows:

1. As of the date hereof, the amount of capital contributions to the Partnership made by the Limited Partners is as follows:

\$5,000.00

2. The amount of capital contributions anticipated to be contributed by additional Limited Partners is as follows:


None

3. Affiant has executed this Affidavit of Capital Contributions as the duly authorized representative of the General Partner of said Partnership.


FURTHER AFFIANT SAYETH NOT.


Under penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

DATED this 7 day of November, 1997.

 Nora Adrovet
My Commission CC689975
Expires October 20, 2001


FOUAD S. ASHDJI

 Nora Adrovet
My Commission CC689975
Expires October 20, 2001


MICHAEL G. KEOTAHLIAN

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FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA)
COUNTY OF Orange)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by FOUAD S. ASHDJI, who appeared personally before me and took an
oath, who is personally known to me or who produced Fl Dr. Lic.
as identification, on
this 4 day of November, 1997.



Nora Adrovet
My Commission CC689975
Expires October 20, 2001

Nora Adrovet

Notary Public, State of Florida
Print Name: NORA Adrovet
My Commission Number: _____
My Commission Expires: 10-20-2001

STATE OF FLORIDA)
COUNTY OF Orange)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by MICHAEL G. KEOTAHLIAN, who appeared personally before me and
took an oath, who is personally known to me or who produced
FD Lic
as
identification, on this 4 day of November, 1997.



Nora Adrovet
My Commission CC689975
Expires October 20, 2001

Nora Adrovet

Notary Public, State of Florida
Print Name: Nora Adrovet
My Commission Number: _____
My Commission Expires: 10-20-2001

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TALLAHASSEE FLORIDA