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GILLESPIE & ALLISON, P.A.

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1515 SOUTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33432

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OF COUNSEL
GARY L. BLUM**

♦Not Admitted in Florida
**Also Admitted in New York

November 12, 1997

FEDERAL EXPRESS

Secretary of State
Division of Corporations
ATTN: REGISTRATION SECTION
409 East Gaines Street
Tallahassee, Florida 32399

700002346327--9
-11/13/97--01061--003
****700.00 ****700.00

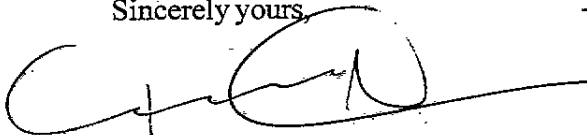
Re: Siboney Limited
Limited Partnership Agreement

700002346327--8
-12/22/97--01020--013
****385.00 ****385.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the Limited Partnership Agreement for Siboney Limited. I have also enclosed this firm's check in the amount of \$700.00 representing the filing fee.

Sincerely yours,


R. Bowen Gillespie

RBG/cev
Enclosures
chris/corresp/secstate

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Name	OR
Availability	OR
Document Examiner	OR
Updater	OR
Updater Verifier	OR
Acknowledgement	OR
W. P. Verifier	OR



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 17, 1997

R. BOWEN GILLESPIE
GILLESPIE & ALLISON, P.A.
1515 SOUTH FEDERAL HIGHWAY, SUITE 300
BOCA RATON, FL 33432

SUBJECT: SIBONEY LIMITED
Ref. Number: W97000025904

We have received your document for SIBONEY LIMITED and check(s) totaling \$700.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$385.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

LIMITED PARTNERSHIP CERTIFICATE/APPLICATION BASIC FEES

Filing fees \$52.50 minimum - \$1750 maximum
Registered Agent Designation \$35

The filing fee is based on the total amount contributed and anticipated to be contributed by the limited partners as shown in the affidavit at a rate of \$7 per \$1000. The filing fee for an Application to Register a Foreign Limited Partnership is based on the total amount contributed by the limited partners allocated for the purpose of transacting business in the State of Florida at a rate of \$7 per \$1000.

Certified Copy (15 pages or less, \$1 for each additional page after initial 15 pages)	\$52.50
Registered Agent/Office Change	\$35
Name Reservation (120 days nonrenewable)	\$35
Amendment (other than specified)	\$52.50
Affidavit Decreasing Contributions	\$52.50
Affidavit Increasing Contributions	

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\$7 per \$1000 on increase only
(\$52.50 minimum-\$1750 maximum)

Certificate of Status or Fact \$8.75

Cancellation \$52.50

Resignation of Registered Agent \$87.50

LP Annual Report

\$7 per \$1000 of invested capital
(\$52.50 minimum - \$437.50 maximum)
plus Supplemental Fee of \$138.75

Reinstatement

(\$500 for each year or part thereof the
partnership was revoked plus the delinquent
annual report fees)

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

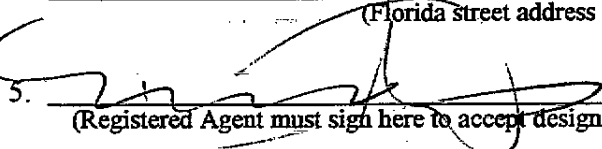
If you have any questions concerning the filing of your document, please call
(850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 497A00055023

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CERTIFICATE OF LIMITED PARTNERSHIP

1. Siboney Distributors Limited
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 3275 N.W. 37th Street, Miami, Florida 33142
(Business address of Limited Partnership)
3. R. Bowen Gillespie, Esquire
(Name of Registered Agent for Service of Process)
4. Suite 300, 1515 South Federal Highway, Boca Raton, Florida 33432
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4100 North Powerline Road, Unit U-1, Pompano Beach, Florida 33073
(Mailing Address of the Limited Partnership)

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7. The latest date upon which the Limited Partnership is to be dissolved is: January 1, 2025
8. Name(s) of general partner(s): _____ Street address: _____

Super Snacks, Inc.

4100 N. Powerline Road

P97-63139

Unit U-1, Pompano Beach, Florida 33073

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 28th day of October, 19 97

Signature of all general partners:

E. C. Jones
General Partner

Super Snacks Inc.

General Partner

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Siboney Distributors Limited

a Florida Limited Partnership, certify:

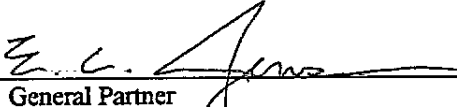
The amount of capital contributions to date of the limited partners is \$ 160,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 150,000.00

Signed this 28th day of October, 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.*


General Partner
E. C. Jensen, President
Super Snacks, Inc. General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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