



THE UNITED STATES
CORPORATION
COMPANY

A97000002717

ACCOUNT NO. : 072100000032

REFERENCE : 635035 6099A

AUTHORIZATION :

COST LIMIT : ~~\$ 1750.00~~

Patricia Pizut

FILED
97 DEC 16 AM 11:39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : December 15, 1997

\$ 1785.00

ORDER TIME : 9:58 AM

ORDER NO. : 635035-005

CUSTOMER NO: 6099A

000002373000--5

CUSTOMER: Ms. Laraine C. Charbonneau
MOYLE FLANIGAN KATZ FITZGERALD
& SHEEHAN
625 N. flagler Drive, 9th Floor
P. O. Box 3888
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: JMAC CONSULTANTS, LTD.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXXXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

h/

12/10/97

RECEIVED
97 DEC 16 AM 10:45
DIVISION OF CORPORATION

**CERTIFICATE OF LIMITED PARTNERSHIP
AGREEMENT OF JMAC CONSULTANTS, LTD.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


1. The name of the Partnership is Limited Partnership Agreement of JMAC Consultants, LTD.
2. The address of the Partnership's office is 272 Isle Way, Palm Beach Gardens, Florida 33418.
3. The name and address of the agent for service of process is Paul A. Krasker, Esq., Moyle, Flanigan, Katz, Kolins, Raymond & Sheehan, P.A., 625 N. Flagler Drive, 9th Floor, West Palm Beach, Florida 33401.
4. The name and business address of the General Partner is: Judith Axenfeld 272 Isle Way, Palm Beach Gardens, Florida 33418.
5. A mailing address for the Limited Partnership is 272 Isle Way, Palm Beach Gardens, Florida 33418.
6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2017.

This Certificate of the Limited Partnership Agreement of JMAC Consultants^{INC.} has been executed on the 24th day of October, 1997. By such execution, the General Partner whose signature is set forth below hereby affirms, under penalties of perjury, that the facts stated herein are true.

GENERAL PARTNER:


JUDITH AXENFELD

The undersigned hereby accepts appointment as Registered Agent of the Limited Partnership Agreement of JMAC CONSULTANTS, LTD., pursuant to the terms of Section 620.192, Florida Statutes, as amended.


PAUL A. KRASKER, ESQ.

AFFIDAVIT

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SECRETARY OF STATE
TALLAHASSEE FL 32301

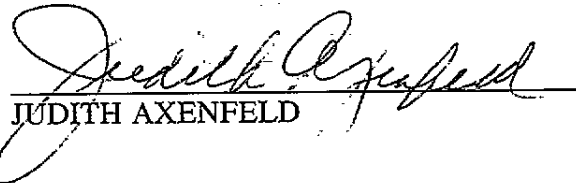
The undersigned, as General Partner of the Limited Partnership Agreement of JMAC CONSULTANTS, LTD., pursuant to Section 620.108, Florida Statutes, hereby attests to the following:

1. The Capital Contribution of the Limited Partners of the Limited Partnership Agreement of JMAC CONSULTANTS, LTD. is Four Hundred Thousand and Ten Dollars (\$400,010.00).
2. No additional Capital Contributions are anticipated to be contributed by the Limited Partners of The Limited Partnership Agreement.

By such execution, the General Partner whose signature is set forth below, hereby affirms, under the penalties of perjury that the facts stated herein are true.

Dated this 24th day of October, 1997.

GENERAL PARTNER:


JUDITH AXENFELD