

A97000002863



**THE UNITED STATES
CORPORATION
COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 649860 81631A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 26, 1997

ORDER TIME : 10:02 AM

ORDER NO. : 649860-010

CUSTOMER NO: 81631A

CUSTOMER: Vincent E. Damian, Esq
SALOMON KANNER DAMIAN &
RODRIGUEZ, P.A.
2550 World Trade Center
80 South West 8th Street
Miami, FL 33130

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****140.00 ****140.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 4:01

DOMESTIC FILING

NAME: BENOWITZ MANAGEMENT COMPANY,
LTD.

FILE SECOND

EFFECTIVE DATE:

XXXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

SA

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DIVISION OF CORPORATIONS
97 DEC 26 AM 11:31

CERTIFICATE OF LIMITED PARTNERSHIP

BENOWITZ MANAGEMENT COMPANY, LTD., a Florida Limited Partnership

A. The name of the Limited Partnership is Benowitz Management Company, Ltd., a Florida Limited Partnership.

B. The address of the office and the name of the address of the agent for service of process is Vincent E. Damian, Jr., Esq., Salomon, Kanner, Damian & Rodriguez, P.A., 80 S.W. 8th Street, Suite 2550, Miami, Florida 33130.

C. The name and business address of the General Partner is Benowitz Management Company, Inc., 1541 Brickell Avenue, Unit A2201 Miami, FL 33129.

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D. The mailing address of the Limited Partnership is 1541 Brickell Avenue, Unit A2201, Miami, FL 33129.

E. The latest date upon which the Limited Partnership is to dissolve is December 31, 2047.

G. The Limited Partnership shall be deemed formed upon the filing of this Certificate of Limited Partnership with the Department of State.

Dated this 24th day of December 1997.

Benowitz Management Company, Inc.

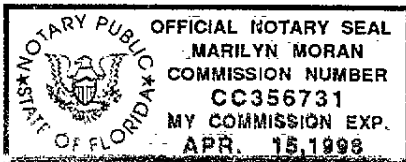
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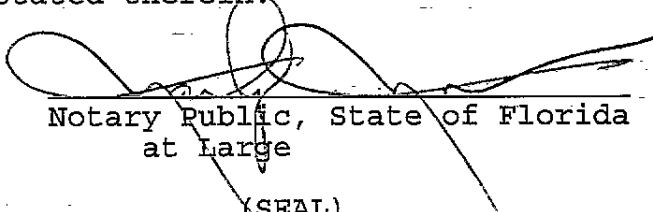
H. Allen Benowitz
H. Allen Benowitz, President
General Partner

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 25 10 14 AM '97

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24th day of December, 1997, by H. Allen Benowitz, as President of Benowitz Management Company, Inc. who is personally known to me and who executed the foregoing instrument in his capacity as Chairman for the corporate purposes stated therein.




Notary Public, State of Florida
at Large

My Commission Expires:

(SEAL)

ACCEPTANCE OF SERVICE AS REGISTERED AGENT.

The undersigned, Vincent E. Damian, Jr., Esq., having been named as registered agent to accept service of process for the above-named Limited Partnership, at the registered office designated in this Certificate of Limited Partnership, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.325, Florida Statutes.

Dated this 24th day of December 1997.


Vincent E. Damian, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 4:02

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the General Partner of Benowitz Management Company, Ltd., a Florida Limited Partnership, certify as follows:

The amount of the capital contributions to date of the Limited Partner is \$500.

The total amount contributed and anticipated to be contributed by the Limited Partner at this time totals \$500.

This 24th day of December, 1997.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the bet of my knowledge and belief.

BENOWITZ MANAGEMENT COMPANY, INC.
(Seal)

By H. Allen Benowitz
H. Allen Benowitz, President
General Partner

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 26 PM 4:02

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 24th day of December 1997, by H. Allen Benowitz, as President of Benowitz Management Company, Inc. who is personally known to me and who executed the foregoing instrument in his capacity as Chairman for the corporate purposes stated therein.

Marilyn Moran
Notary Public, State of Florida
at Large

My Commission Expires:

(SEAL)

