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FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: 2901 SOUTH OCEAN BOULEVARD LTD.  
AUDIT NUMBER.....H98000002029  
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP  
CERT. OF STATUS...0 PAGES..... 5  
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 30, 1998

HANNA RABENSELFNER, ESQ.  
926 SW 10 AVE  
MIAMI, FL 33145

SUBJECT: 2901 SOUTH OCEAN BOULEVARD LTD.  
REF: W98000002151

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

On the affidavit we can not accept the future capital as a percentage. You must give us the value of the trust.

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) 487-6913.

Diane Cushing  
Corporate Specialist

FAX Aud. #: H98000002029  
Letter Number: 698A00005365

H98000002029

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of Florida, certify as follows:

1. Name of Limited Partnership.

The name of the Limited Partnership is 2901 South Ocean Boulevard Ltd.

2. Office for Maintenance of Business Records.

The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 2901 S. Ocean Blvd. # 404, Highland Beach, FL 33487.

3. Agent for Service of Process.

The name and address of the Partnership's agent for service of process in Florida is Claudia Schuster-Davidson, 926 S.W. 10<sup>th</sup> Avenue, Miami, FL 33130.

4. General Partner.

The name and business address of the General Partner in the Limited Partnership is as follows:

S916985  
Dixie Investment Management, Inc., c/o I & S Management Inc., 2880 W. Oakland Park Blvd., Suite 118, Ft. Lauderdale, FL 33311.

5. Address of Partnership.

The mailing address of the Limited Partnership is c/o I & S Management, 2880 W. Oakland Park Blvd., Suite 118, Ft. Lauderdale, FL 33311.

6. Date of Dissolution.

The latest date on which the Limited Partnership is to dissolve is December 31, 2020.

Hanna Rabenseifner, Esq.  
926 SW 10th Ave.  
Miami, FL 33145  
(305) 854-5785 / FBNb. 750281

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Executed on this 27<sup>th</sup> day of January, 1998, at Highland Beach, Florida

Dixie Investment Management, Inc.

By:



Hans J. Doelemeyer, President  
GENERAL PARTNER



**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned, who is the only General Partner of 2901 South Ocean Boulevard Ltd., declares that the capital contributions of the Limited Partner in the Partnership are as follows:

The Limited Partner has made capital contributions in the following amount:

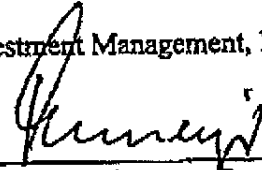
Hans J. Doelemeyer

\$7,500.00 cash

Executed on this 27<sup>th</sup> day of January, 1998, at Highland Beach, Florida.

Dixie Investment Management, Inc.

By:



Hans J. Doelemeyer, President

GENERAL PARTNER

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SWORN AND SUBSCRIBED BEFORE ME, the undersigned authority, by Hans J. Doelemeyer as President of Dixie Investment Management, Inc. who personally appeared before me on this 28<sup>th</sup> day of January, 1998. He/she is personally known to me or produced n/a as identification and he/she took an oath.

*Hanna Rabenseifer*  
Notary Public



Hanna C. Rabenseifer  
MY COMMISSION # 00003337 EXPIRES  
December 28, 2000  
BONDED THROUGH TROY FAIR INSURANCE, INC.

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ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the abovestated Limited Partnership, at the place designated in Article 3, the undersigned hereby agrees to act in this capacity, and further agrees to comply with provisions of all statutes relative to the proper and complete discharge of her duties.

Dated this 28 day of January, 1998

  
Claudia Schuster-Davidson

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SWORN AND SUBSCRIBED BEFORE ME, the undersigned authority, by Claudia Schuster-Davidson who personally appeared before me on this 28 day of January, 1998. He/she is personally known to me or produced n/a as identification and he/she took an oath.

  
Notary Public



Maria C. Rabenold  
MY COMMISSION # CC305337 EXPIRES  
December 28, 2000  
BONDED THRU TROY FARM INSURANCE, INC.

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