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FLORIDA DIVISION OF CORPORATIONS

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FROM: BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
075350000353

ACCT#:

CONTACT: CATHY LEACH

PHONE: (212) 431-5000

FAX #:

(212) 431-1441

NAME: THE MACHENBERG FAMILY LIMITED PARTNERSHIP

AUDIT NUMBER.....H98000004311

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

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PAGES..... 3

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CERTIFICATE OF LIMITED PARTNERSHIP
OF

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1. The MACHENBERG FAMILY LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")
2. 1637 Brookhouse Court, BR142, Sarasota, Florida 34231
(The Business Address of Limited Partnership)
3. Stanley Machenberg
(Name of Registered Agent for Service of Process)
4. 1637 Brookhouse Court, BR142, Sarasota, Florida 34231
(Florida Street Address for Registered Agent)
5. X Stanley Machenberg
(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process.)
6. 1637 Brookhouse Court, BR142, Sarasota, Florida 34231
(The Mailing Address of the Limited Partnership.)

7. The latest date upon which the Limited Partnership is to be dissolved is August 30, 2036.

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

Stanley Machenberg

1637 Brookhouse Court, BR142

Sarasota, Florida 34231

BlumbergExcelstor
62 White St
New York, NY 10013
212-431-5000

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Signed this 24th day of February, 1998.
Signature of all general partners:

X Stanley Machenberg
General Partner
Stanley Machenberg

General Partner

General Partner

General Partner

General Partner

BlumbergExcelstor
62 White St
New York, NY 10013
212-431-5000

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of The MACHENBERG FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$140,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 140,000.00.

This 24th day of February, 19 98.

FURTHER AFFIANT SAYETH NOT.

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

Stanley Machenberg
General Partner
Stanley Machenberg

General Partner

General Partner

General Partner

General Partner

General Partner

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