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3/10/98

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FROM: NASON, YEAGER, GERSON, WHITE & LIOCE, P.A. ACCT#: 073222003555

CONTACT: CORAL ST. PIERRE

PHONE: (561)686-3307

FAX #: (561)686-5442

NAME: ATLANTIS AUTO PARTNERS, LTD.

AUDIT NUMBER.....H98000004710

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

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P.1

NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

ATTORNEYS AT LAW

UNITED NATIONAL BANK TOWER

1645 PALM BEACH LAKES BOULEVARD

SUITE 1200

WEST PALM BEACH, FLORIDA 33401

TELEPHONE (561) 686-3307

FACSIMILE (561) 686-5442

WILL A. NASON (1924-1979)

ALAN I. ARMOUR II
GARY N. GERSON
SUZANNE M. GLEIBER
BLAINE JOHNSON JAMES
DOMENICK R. LIOCE
PAUL M. NAPONICK

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FACSIMILE TRANSMITTAL SHEET

DATE: March 10, 1998

3/10

PLEASE DELIVER THE FOLLOWING FACSIMILE TO:

NAME: Florida Division of Corporations

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FROM: Coral St. Pierre

C/M #: 5401/11523

REGARDING CLIENT: Atlantis Auto Partners, Ltd.

MESSAGE:

☐ Urgent

☐ For Review

☐ Please Reply

RE: Certificate of Limited Partnership
Please fax confirmation to the attention of Coral St. Pierre.

Name	3/10/98 de
Document Examiner	DDU
Updater	DDU
Printer	DDU
Entryer	DDU
Notification	DDU
Verifier	Coral

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TC
\$100,000.00

H98000004710

CERTIFICATE OF LIMITED PARTNERSHIP**OF****ATLANTIS AUTO PARTNERS, LTD.****a Florida limited partnership**FILED
98 MAR 10 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, certifies as follows:

1. Partnership Name. The name of the partnership is Atlantis Auto Partners, Ltd. (the "Partnership").
2. Partnership Office and Mailing Address. The office of the Partnership and its mailing address are: 2442 Metrocentre Boulevard, West Palm Beach, Florida 33407.
3. Name and Address of Registered Agent. The name and address of the registered agent of the Partnership are: Thomas R. Gibson, 2442 Metrocentre Boulevard, West Palm Beach, Florida 33407.
4. Name and Address of General Partner. The name and business address of the general partner are: Atlantis Auto Company, 2442 Metrocentre Boulevard, West Palm Beach, Florida 33407. P98000020731
5. Dissolution. The latest date upon which the Partnership may dissolve is March 1, 2018.
6. Affidavit Regarding Capital. The affidavit regarding capital contributions is attached hereto.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the general partner of Atlantis Auto Partners, Ltd., a Florida limited partnership, this 10th day of March, 1998.

ATLANTIS AUTO COMPANY
"General Partner"

By: 
Thomas R. Gibson, as its President

(SEAL)

John White II, Esq. (FL Bar # 289485)
Nason, Yeager, Gerson, White & Lioce, P.A.
1645 Palm Beach Lakes Blvd., Suite
West Palm Beach, Florida 33401
(561) 686-3307

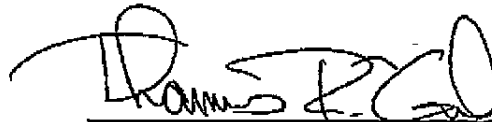
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for Atlantis Auto Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:



Thomas R. Gibson

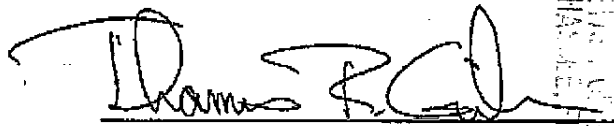
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AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Thomas R. Gibson, affiant herein, who being sworn on oath deposes and says:


1. I am the president of Atlantis Auto Company, a Florida corporation, the general partner of Atlantis Auto Partners, Ltd., a Florida limited partnership (the "Partnership").
2. The limited partners of the Partnership have contributed capital in the sum of \$100,000.
3. The limited partner of the Partnership anticipates the amount to be contributed is a maximum of \$-0-.
4. Under penalties of perjury, I declare that I have examined this Affidavit, and to the best of my knowledge and belief it is true, correct and complete.


Thomas R. Gibson

FILED
MAR 10 PM 4 00
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

SWORN TO AND SUBSCRIBED before me this 10 day of March, 1998, by Thomas R. Gibson, who is personally known to me OR who produced _____ as identification.




Notary Signature
Coral Rose St. Pierre
Print Notary Name

NOTARY PUBLIC
State of Florida at Large

My Commission Expires: