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T-997 P.01/06 F-080

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATION FAX # (850) 922-4000

FROM: HODGSON, RUSS, ANDREWS, ET AL ACCT# 072720000242

CONTACT: LINDA KINLOCH
(561) 394-0500
(561) 394-3862 (FAX)

NAME: ELLIS KAYE FAMILY LIMITED PARTNERSHIP
AUDIT NUMBER.....H98000004472
DOC. TYPE.....FLORIDA LIMITED PARTNERSHIP
CERT. OF STATUS..0 PAGES.....46
CERT. COPIES.....1 DEL. METHOD.. FAX

RE-SEND

Attention Diane

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**HODGSON RUSS
ANDREWS
WOODS &
GOODYEAR LLP**
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James A. Porter, P.A.
Of Counsel

RESIDENT IN NEW YORK

Paul R. Corneau
Mark S. Klein
Stephen M. Newman

H9800000441 0

March 6, 1998

VIA TELECOPY/850-922-4001

Secretary of State
Corporation Division
409 E. Gaines Street
Tallahassee, Florida 32302

Dear Sir:

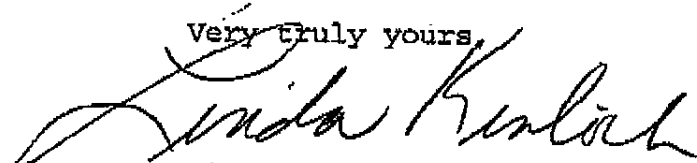
RE: Ellis Kaye Family Limited Partnership

Enclosed is the Certificate of Limited Partnership for the Ellis Kaye Family Limited Partnership.

Please charge our account accordingly and forward a certified copy to the undersigned.

If you have any questions, please call 1-800-331-1025.

Very truly yours,



Linda Kinloch
Legal Assistant

H9800000442 0
Attachment

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CERTIFICATE OF LIMITED PARTNERSHIP

of

ELLIS KAYE FAMILY LIMITED PARTNERSHIP

(a Florida limited partnership)

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The undersigned General Partner desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986) hereby states the following pursuant to Section 620.108, *Florida Statutes*.

1. The name of the Partnership is: Ellis Kaye Family Limited Partnership
2. The address of the office of the Partnership is:
40 Hampshire Lane
Boynton Beach, FL 33436
3. The name and address of the agent for service of process on the Partnership is: Ellis Kaye, Inc., 40 Hampshire Lane, Boynton Beach, FL 33436.
4. The name and business address of the General Partner is as follows:
Ellis Kaye, Inc. P 98000021555
40 Hampshire Lane
Boynton Beach, FL 33436
5. The mailing address of the Partnership is:
40 Hampshire Lane
Boynton Beach, FL 33436
6. The latest date upon which the Partnership shall dissolve is: December 31, 2027.

Ronald S. Kochman, Esq.
Hodgson, Russ, Andrews, Woods & Goodyear, LLP
222 Lakeview Drive, Suite 930
West Palm Beach, FL 33401-6112
Telephone (561) 802-3575
Florida Bar No. 271888

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MAR 11 '98 12:59 TO-18509224000

FROM-HODGSON & RUSS


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The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of the Partnership on this 5th day of ~~January~~, 1998.
March

ELLIS KAYE, INC.

By: 
Lester Klein, President

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MAR 11 '98 13:00 TO-18509224000

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for ELLIS KAYE FAMILY LIMITED PARTNERSHIP, a Florida Limited Partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, we, 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.

Ellis Kaye, Inc.

By: 
Lester Klein, President

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DIVISION OF CORPORATIONS
98 MAR 11 PM 1:51

Dated: ~~January~~ ⁵ 1998
MARCH

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the General Partner of Ellis Kaye Family Limited Partnership, a Florida Limited Partnership, hereby certifies as follows:

The amount of capital contributions to date of the Limited Partners is: \$1,000.00

The total amount contributed and anticipated to be contributed by the Limited Partners at this time totals One Thousand (\$1,000.00).

Under the penalties of perjury the undersigned declares that the information stated above is true, to the best of its knowledge and belief.

ELLIS KAYE FAMILY LIMITED PARTNERSHIP
By: Ellis Kaye, Inc., General Partner

Dated: ~~January~~ 5, 1998
MARCH

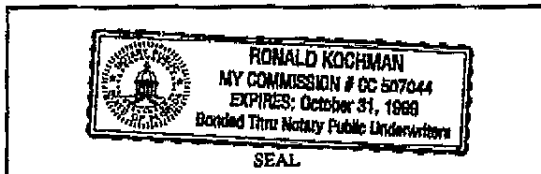
By: [Signature]
Lester Klein, President

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DIVISION OF CORPORATION
98 MAR 11 PM 1:52

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was sworn to before me this day by Lester Klein, as President of the General Partner of ELLIS KAYE FAMILY LIMITED PARTNERSHIP.



[Signature]
Signature of Notary
Ronald S. Kochman
Printed Name of Notary
March 5, 1998
Date

Personally known or produced: personally known