

# A98000000921



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 780480 9674A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 14, 1998

ORDER TIME : 10:43 AM

ORDER NO. : 780480-005

CUSTOMER NO: 9674A

CUSTOMER: Donna Blaustein, Esq  
DONNA R. BLAUSTEIN, ESQ

Suite 325  
1111 Lincoln Road  
Miami, FL 33139

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-04/14/98--01056--029  
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DOMESTIC FILING

NAME: RUTH AND PHILIP MANDEL FAMILY,  
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

mk  
4/14/98

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 APR 14 PM 12:39

RECEIVED  
98 APR 14 AM 11:21  
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP**

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1. RUTH AND PHILIP MANDEL FAMILY, LTD.  
(Name of Limited Partnership)
2. 1920 South Ocean Drive, Apartment 10 A, Tower II, Hallandale, FL 33009  
(Business Address of Limited Partnership)
3. Ruth Mandel  
(Name of Registered Agent for Service of Process)
4. 1920 South Ocean Drive, Apartment 10 A, Tower II, Hallandale, FL 33009  
(Florida Street Address for Registered Agent)
5. ATTACHED  
(Signature of Registered Agent - Acceptance of Designation for Service of Process)
6. 1920 South Ocean Drive, Apartment 10 A, Tower II, Hallandale, FL 33009  
(Mailing address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: 2050

8. Name(s) of general partner(s):	Street Address:
<u>RUTH MANDEL SECOND AMENDED</u>	<u>1920 South Ocean Drive</u>
<u>AND RESTATED REVOCABLE TRUST</u>	<u>Apt. 10A, Tower II</u>
<u>AGREEMENT, RUTH MANDEL TRUSTEE</u>	<u>Hallandale, FL 33009</u>
<u>PHILIP MANDEL SECOND AMENDED</u>	<u>1920 South Ocean Drive</u>
<u>AND RESTATED REVOCABLE TRUST</u>	<u>Apt. 10A, Tower II</u>
<u>AGREEMENT, RUTH MANDEL TRUSTEE</u>	<u>Hallandale, FL 33009</u>

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

Signed this 9<sup>th</sup> day of April, 1998.

Signature of all general partners:

Ruth Mandel, Trustee G.P.  
RUTH MANDEL SECOND AMENDED  
AND RESTATED REVOCABLE TRUST  
AGREEMENT, RUTH MANDEL,  
TRUSTEE,  
General Partner

Ruth Mandel, Trustee G.P.  
PHILIP MANDEL SECOND AMENDED  
AND RESTATED REVOCABLE TRUST  
AGREEMENT, RUTH MANDEL  
TRUSTEE,  
General Partner

**DESIGNATION OF REGISTERED AGENT**

The undersigned General Partners of the RUTH AND PHILIP MANDEL FAMILY, LTD., a Florida family limited partnership, do hereby designate RUTH MANDEL, 1920 South Ocean Drive, Apartment 10A, Tower II, Hallandale, FL 33009 to serve as registered agent for the family limited partnership in accordance with Florida law. The address for service upon the registered agent is: 1920 South Ocean Drive, Apartment 10A, Tower II, Hallandale, FL 33009.

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Dated this 9<sup>th</sup> day of April, 1998.

Ruth Mandel, Trustee G.P.  
RUTH MANDEL, Trustee of the  
RUTH MANDEL SECOND  
AMENDED AND RESTATED REVOCABLE  
TRUST, General Partner

Ruth Mandel Trustee G.P.  
RUTH MANDEL, Trustee of the PHILIP  
MANDEL SECOND AMENDED AND  
RESTATED REVOCABLE TRUST,  
General Partner

**ACCEPTANCE OF REGISTERED AGENT**

I, RUTH MANDEL, hereby acknowledge my understanding of the duties of registered agent under Florida law, and do hereby accept my appointment as registered agent of RUTH AND PHILIP MANDEL FAMILY, LTD., a Florida family limited partnership.

Dated this 9<sup>th</sup> day of April, 1998.

Ruth Mandel  
RUTH MANDEL

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIPS**

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98 APR 14 PM 12:39

*The undersigned, constituting all of the general partners of RUTH AND PHILIP MANDEL, FLP, a Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is: \$ 1,470,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,470,000.00.

Signed this 9<sup>th</sup> day of April, 1998.

**FURTHER AFFIANT SAYETH NOT.**

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and the facts stated herein are true and correct.*

Ruth Mandel Trustee, G.P.  
RUTH MANDEL, TRUSTEE OF THE  
RUTH MANDEL SECOND AMENDED  
AND RESTATED REVOCABLE TRUST  
AGREEMENT

General Partner

Ruth Mandel Trustee, G.P.  
RUTH MANDEL, TRUSTEE OF  
THE PHILIP MANDEL SECOND  
AMENDED AND RESTATED  
REVOCABLE TRUST  
AGREEMENT

General Partner