

072100000032 ACCOUNT NO. :

806748 REFERENCE :

4303929

AUTHORIZATION:

COST LIMIT :

ORDER DATE: May 5, 1998

ORDER TIME: 12:51 PM

ORDER NO. : 806748-015

CUSTOMER NO:

4303929

Esther J. Forbes, Legal Asst CUSTOMER:

GREENBERG TRAURIG

1221 Brickell Avenue

Miami, FL 33131

NAME:

GOLDEN EQUITY, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S

400002511754--6

CERTIFICATE OF LIMITED PARTNERSHIP OF GOLDEN EQUITY, LTD.

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of GOLDEN EQUITY, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. The name of the limited partnership is GOLDEN EQUITY, LTD.
- 2. The business address and the mailing address of the limited partnership is 777 17th Street, PH, Miami Beach, Florida 33139
- 3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Alan J. Marcus

4. The Florida street address for the registered agent is:

20803 Biscayne Blvd. Suite 301 North Miami Beach, FL 33180

5. Acceptance of Appointment of Registered Agent:

Having been named the statutory registered agent of GOLDEN EQUITY, LTD., at the place designated in this Certificate of Limited Partnership of GOLDEN EQUITY, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida law relative to keeping the registered office open.

ALAN J. MARCUS

Registered Agent

Dated: May ______, 1998.

6. The name and business address of the general partner is as follows:

SILVER EQUITY, LLC 777 17th Street PH

Miami Beach, FL 33139

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7. The latest date upon which the limited partnership is to dissolve is December, 2048.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the day of May, 1998 in accordance with §620.114 of the Florida Statutes.

SILVER EQUITY, LLC, a Florida limited liability company, General Partner

Name

Title: Authorized Signer

AFFIDAVIT

THE UNDERSIGNED, constituting the sole general partner of GOLDEN EQUILITD., a Florida Limited Partnership, hereby certifies as follows:

- 1. The amount of capital contributions to date of the limited partners is: \$-0-.
- 2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

FURTHER AFFIANT SAYETH NOT.

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

SILVER EQUITY, LLC, a Florida Limited Liability Company, General Partner

Name

Title: Authorized Signer