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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Newport Warehouse Ltd.

File 3rd

- Walk In
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RUSH

- Certified Copy
- Certificate of Status
- Certificate of Good Standing
- ARTICLES ONLY
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

- Certificate of FICTITIOUS NAME
- FICTITIOUS NAME SEARCH
- CORP SEARCH

Handwritten initials and date: BK 5/15/98

Ordered By: _____
Date: _____

CERTIFICATE OF LIMITED PARTNERSHIP

OF

NEWPORT WAREHOUSE, LTD.

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Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the Co-General Partners of Newport Warehouse, Ltd., a Florida limited partnership (the "Partnership"), do hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

Newport Warehouse, Ltd.

2. The office and principal place of business for the Partnership currently is:

1166 West Newport Center Drive
Suite 118
Deerfield Beach, Florida 33442

3. The name and address of the agent for service of process on the Partnership

is:

Malcolm Butters
1166 West Newport Center Drive
Suite 118
Deerfield Beach , Florida 33442

4. The name and address of the General Partners of the Partnership are:

Newport Warehouse, Inc.
1166 West Newport Center Drive
Suite 118
Deerfield Beach, Florida 33442

ppg 000 044329

MSY, Inc.
1166 West Newport Center Drive
Suite 114
Deerfield Beach, Florida 33442

ppg 000 044333

5. The mailing address of the Partnership is:

1166 West Newport Center Drive
Suite 118
Deerfield Beach, Florida 33442

2047. 6. The latest date upon which the Partnership shall dissolve is December 31,

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as Co-General Partners pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: May 12, 1998

Newport Warehouse, Inc., a Florida corporation, as Co-General Partner

By: 
Malcolm Butters, President

MSY, Inc., a Florida corporation, as Co-General Partner

By: 
James Young, President

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Malcolm Butters hereby accepts his appointment as registered agent for Newport Warehouse, Ltd., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: May 12, 1998


Malcolm Butters

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

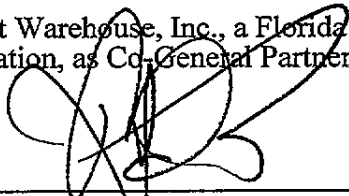
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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Malcolm Butters as President of Newport Warehouse, Inc., a Florida corporation, and Jim Young as President of MSY, Inc., a Florida corporation, as Co-General Partners of Newport Warehouse, Ltd., a Florida limited partnership (the "Partnership"), who state as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$1,000.00.
2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

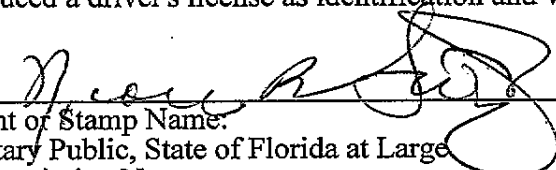
Newport Warehouse, Inc., a Florida corporation, as Co-General Partner

By: 
Malcolm Butters, President

MSY, Inc., a Florida corporation as Co-General Partner

By: 
James Young, President

The foregoing instrument was acknowledged before me this 12 day of May, 1998, by Malcolm Butters as President of Newport Warehouse, Inc., a Florida corporation, as Co-General Partner of Newport Warehouse, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.


Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:



NICOLE R. SWIFT
COMMISSION # CC415788
EXPIRES NOV. 7, 1998
ALAN INSURANCE SERVICES
1-800-486-9640

The foregoing instrument was acknowledged before me this 8 day of May, 1998, by James Young as President of MSY, Inc., a Florida corporation, as Co-General Partner of Newport Warehouse, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Nicole R. Swift

Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires:



NICOLE R. SWIFT
COMMISSION # CC415783
EXPIRES NOV. 7, 1998
ALAN INSURANCE SERVICES
1-800-486-6049

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