



THE UNITED STATES CORPORATION COMPANY

A98000001422

ACCOUNT NO. : 072100000032

REFERENCE : 817309 4724636

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 13, 1998

ORDER TIME : 10:09 AM

ORDER NO. : 817309-005

CUSTOMER NO: 4724636

CUSTOMER: Thornton Henry, Esq
JONES FOSTER JOHNSON & STUBBS
PA
505 S. Flagler Dr
Suite 1100
W. Palm Beach, FL 334010000

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-05/13/98--01035--019
***1837.50 ***1837.50

FILED OF STATIENS
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUN 9 10:30

DOMESTIC FILING

NAME: ARJOY LTD.

EFFECTIVE DATE:

(4)

XX 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: Brenda Phillips

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -9 AM 10:43

RECEIVED
99 MAY 13 AM 10:39
DIVISION OF CORPORATIONS

Handwritten initials



FLORIDA DEPARTMENT OF STATE CORPORATION
 Sandra B. Mortham
 Secretary of State

RECEIVED
 98 JUN -9 AM 8:39

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 JUN -9 AM 10:43

May 13, 1998

BRENDA PHILLIPS
 CSC NETWORKS
 TALLAHASSEE, FL

SUBJECT: ARJOY LTD.
 Ref. Number: W98000010865

RESUBMIT

Please give original
 submission date as file date.

We have received your document for ARJOY LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED the \$1,837.50 filing fee.

Both GENERAL PARTNERS have signed the AFFIDAVIT as required, but BOTH General Partners MUST ALSO SIGN the CERTIFICATE document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
 Corporate Specialist

Letter Number: 598A00026515

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 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 98 JUN -9 AM 10:43

CERTIFICATE OF LIMITED PARTNERSHIP

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUN -9 AM 10:43

The undersigned, in order to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101, et seq. of the Florida Statutes, do hereby certify:

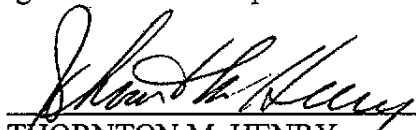
1. The name of the limited partnership is "ARJOY LTD.";
2. The address of the office of the partnership is 9653 Spray Drive, Breakers West, West Palm Beach, FL 33411;
3. The name of the agent for service of process is Thornton M. Henry, whose address is 505 South Flagler Drive, Suite 1100, West Palm Beach, FL 33401;
4. The name of the general partner is: Arnold Gottlieb, whose business address is 9653 Spray Drive, Breakers West, West Palm Beach, FL 33411 and Joy W. Gottlieb, whose business address is 9653 Spray Drive, Breakers West, West Palm Beach, FL 33411;
5. The mailing address for the limited partnership is 9653 Spray Drive, Breakers West, West Palm Beach, FL 33411;
6. The latest date upon which the limited partnership is to dissolve is thirty-five (35) years from the filing of this Certificate;
7. This certificate is effective upon filing.

The undersigned affirms under penalties of perjury that the facts stated herein are true.


ARNOLD GOTTLIEB


JOY W. GOTTLIEB

The undersigned hereby accepts his appointment as agent for service of process.

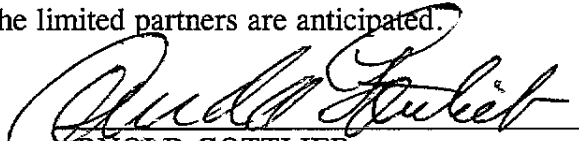

THORNTON M. HENRY

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUN -80 AM 10:43


AFFIDAVIT

The undersigned, Arnold Gottlieb and Joy W. Gottlieb, the general partners of ARJOY LTD., being duly sworn, do each hereby depose and say:

1. I am are over the age of eighteen (18) years and believe in the obligation of an oath.
2. The limited partners anticipate contributing property to the partnership having a fair market value of Five Million Dollars (\$ 5,000,000). No further contributions by the limited partners are anticipated.


ARNOLD GOTTLIEB

May 8, 1998
DATE

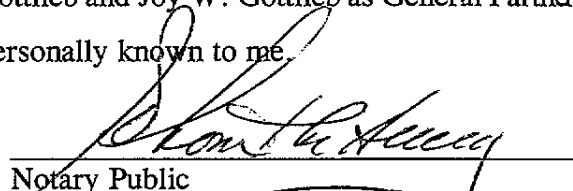

JOY W. GOTTLIEB

May 8, 1998
DATE

STATE OF FLORIDA

COUNTY OF

The foregoing instrument was sworn to, subscribed and acknowledged before me this 8th day of May, 1998 by Arnold Gottlieb and Joy W. Gottlieb as General Partner of ARJOY LTD., a Florida corporation, who is personally known to me.



(Notary Seal)

Notary Public
Print Name Thornton M. Henry
My commission expires: _____