

A98000001628

7/02/98
3:17 PM

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000012354 0))

TO: DIVISION OF CORPORATIONS
(850)922-4000

FAX #:

FROM: BILZIN, SUMBERG DUNN PRICE & AXELROD LLP
075350000132

ACCT#:

CONTACT: KENDALL SPARKMAN
PHONE: (305)374-7580
(305)350-2446

FAX #:

NAME: INTERLINK ASSOCIATES, LTD.

AUDIT NUMBER.....H98000012354

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$140.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

98 JUL -2 AM 8:21

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

RECEIVED

98 JUL -2 PM 4:22

DIVISION OF CORPORATIONS

Name	
Availability	MAH
Document	
Examiner	MAH
Updater	MAH
Updater	
Verifier	MAH
Acknowledgement	MAH
W. P. Verifier	MAH

8501-864
A98-1628

CERTIFICATE OF LIMITED PARTNERSHIP
OF
INTERLINK ASSOCIATES, LTD.

The undersigned, desiring to form a limited partnership in accordance with the provisions of the Florida Revised Uniform Limited Partnership Act of 1986, as set forth in Sections 620.101 to 620.192, Florida Statutes, as amended, hereby states as follows:

1. The name of the limited partnership is INTERLINK ASSOCIATES, LTD., a Florida limited partnership (the "Limited Partnership").

2. The address of the principal office and registered office of the Limited Partnership is:

2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133.

3. The name and address of the agent for service of process required to be maintained by Section 620.105, Florida Statutes, as amended, are:

INTERLINK ASSOCIATES, INC.,
a Florida corporation
2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133.

4. The name and business address of the sole general partner of the Limited Partnership are:

INTERLINK ASSOCIATES, INC.,
a Florida corporation
2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133.

5. The mailing address for the Limited Partnership is:

2665 South Bayshore Drive, Penthouse 2A
Miami, Florida 33133.

6. The latest date upon which the Limited Partnership is to dissolve is December 31, 2050.

The execution of this Certificate of Limited Partnership on behalf of the undersigned sole general partner constitutes an affirmation that the facts stated herein are true.

This instrument prepared by:
Brian L. Bilzin, Esquire
Florida Bar No. 244252
BILZIN SUMBERG DUNN PRICE & AXELROD LLP
2500 First Union Financial Center
Miami, Florida 33131-2336
Telephone: 305-374-7580

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 AM 8:21

Fax Audit No. H98- 12354

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed in the name and on behalf of the sole general partner of the Limited Partnership as of the 2 day of July, 1998.

INTERLINK ASSOCIATES, INC., a Florida corporation

By: 
Ezra Katz, President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, as President and on behalf of INTERLINK ASSOCIATES, INC., a Florida corporation (the "Corporation"), which has been designated as registered agent for INTERLINK ASSOCIATES, LTD., a Florida limited partnership (the "Limited Partnership"), in the foregoing Certificate of Limited Partnership of the Limited Partnership, hereby agrees that the Corporation will accept service of process for and on behalf of the Limited Partnership and that the Corporation will comply with any and all laws, including, without limitation, Section 620.192, Florida Statutes, as amended, relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited partnership.

Dated: July 2, 1998.

INTERLINK ASSOCIATES, INC., a Florida corporation

By: 
Ezra Katz, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 AM 8:21

Fax Audit No. H98- 12354

Fax Audit No. H98- 12354

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI- DADE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL -2 AM 8:21


BEFORE ME, the undersigned authority, a notary public authorized to administer oaths and to take acknowledgments in and for the State and County aforesaid, personally appeared Ezra Katz, as President of INTERLINK ASSOCIATES, INC., a Florida corporation (the "Corporation"), which corporation is the sole general partner of INTERLINK ASSOCIATES, LTD., a Florida limited partnership (the "Limited Partnership"), who, after first being duly sworn on oath, deposes and says as follows on behalf of the Corporation:

1. Affiant is the President and duly authorized to act on behalf of the Corporation, which is the sole general partner of the Limited Partnership.

2. As of the date hereof, the limited partners of the Limited Partnership have actually contributed to the Limited Partnership an aggregate of \$1.00 of the total amount of \$1000 in capital contributions anticipated to be contributed to the Limited Partnership by its limited partners.

3. Affiant is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant has read and understands the contents of this Affidavit and the facts stated herein are true and correct to the best of Affiant's knowledge and belief.


FURTHER AFFIANT SAYS NAUGHT.

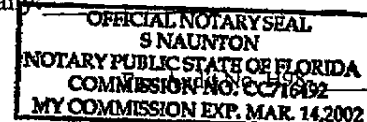

Erza Katz, as President and on behalf of
INTERLINK ASSOCIATES, INC., a Florida
corporation

2 THE FOREGOING INSTRUMENT was acknowledged, sworn to and subscribed before me this day of July, 1998, by Ezra Katz, as President of INTERLINK ASSOCIATES, INC., a Florida corporation, on behalf of such corporation; said individual is personally known to me.

My Commission Expires:

[NOTARIAL SEAL]


Print Name: S. NAUNTUN
NOTARY PUBLIC, State of Florida
Serial No., if any:



Fax Audit H98-12354