



THE UNITED STATES
CORPORATION
COMPANY

A98000001801

ACCOUNT NO. : 072100000032

REFERENCE : 908696 4311473

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 148.75

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 JUL 29 PM 1:07

ORDER DATE : July 29, 1998

ORDER TIME : 11:57 AM

ORDER NO. : 908696-015

CUSTOMER NO: 4311473

CUSTOMER: Patricia Green, Esq
STEARNS WEAVER MILLER WEISSLER
ALHADEFF & SITTERSON, P.A.
Museum Tower, Suite 2200
150 West Flagler Street
Miami, FL 33130

700002601697--5

DOMESTIC FILING

NAME: CASTLE TWO, LTD.

EFFECTIVE DATE: *(4)*

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

Dr 7/29/98
RECEIVED
98 JUL 29 PM 12:17
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

OF

CASTLE TWO, LTD.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 29 PM 1:07

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of CASTLE TWO, LTD., a Florida limited partnership (the "Partnership"), does 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:

CASTLE TWO, LTD.

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

12550 Biscayne Boulevard
Suite 215
North Miami, Florida 33181

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

Patricia K. Green
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130

4. The name and address of the sole General Partner of the Partnership is:

CASTLE TWO CORP.
12550 Biscayne Boulevard
Suite 215
North Miami, Florida 33181

798000046470

5. The mailing address of the Partnership is:

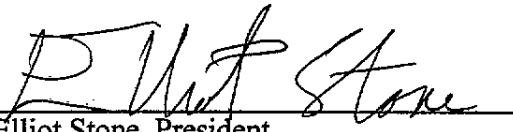
12550 Biscayne Boulevard
Suite 215
North Miami, Florida 33181

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

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as sole General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: July 28, 1998

CASTLE TWO CORP., a Florida corporation
as General Partner

By: 
Elliot Stone, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 29 PM 1:07

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Patricia K. Green hereby accepts her appointment as registered agent for CASTLE TWO, LTD., a Florida limited partnership, and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: July 28, 1998


Patricia K. Green

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Elliot Stone as President of CASTLE TWO CORP., a Florida corporation, as sole General Partner of CASTLE TWO, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.90.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

CASTLE TWO CORP., a Florida corporation,
its General Partner

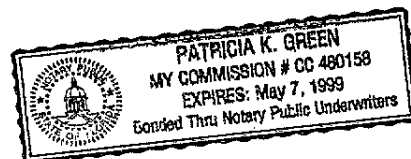
By: *Elliot Stone*
Elliot Stone, President

The foregoing instrument was acknowledged before me this 28 day of July, 1998 by Elliot Stone, as President of CASTLE TWO CORP., a Florida corporation, as General Partner of CASTLE TWO, 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 not take an oath.

Patricia K. Green

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

RAW-CO35128\003\CLP.C2



FILED STATE
SECRETARY OF CORPORATIONS
98 JUL 29 PM 1:07