

A 98000002407

General Group Ltd.
12455 SW 22 Terrace
Miami, FL 33175

October 1, 1998

200002664952--3
-10/15/98--01090--002
****148.75 ****148.75

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Sir/Madame

CM

Enclosed please find an application for a Certificate of Limited Partnership and an Affidavit of Capital Contributions for Florida Limited Partnership. Together, with a check for the sum of \$148.75 to cover the following fees:

- \$52.50 certificate and affidavit fees.
- \$35.00 registered agent fee.
- \$52.50 additional certified copy.
- \$ 8.75 additional certificate.


Contact person is: Maurice Barakat
Telephone: (305) 274-7355 or (305) 552-5896.
Address: 12455 SW 22 Terrace, Miami, FL 33175.



For the General Partner
Maurice Barakat, President

FILED
98 OCT 16 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. GENERAL GROUP LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 12455 S.W. 22 Terrace, Miami, FL 33175
(Business address of Limited Partnership)
3. JOSEPH SHOMAR
(Name of Registered Agent for Service of Process)
4. 5190 N.W. 167 Street, Suite#111, Miami, FL 33014
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 12455 S.W. 22 Terrace, Miami, FL 33175
(Mailing Address of the Limited Partnership)

FILED
98 OCT 16 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

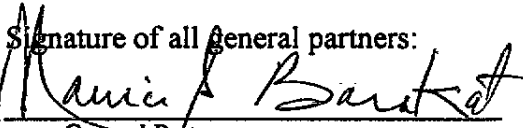
7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2048
8. Name(s) of general partner(s): _____ Street address: _____

P48-9366

<u>GENERAL GROUP INC.</u>	<u>12455 S.W. 22 Terr., Miami, FL 33175</u>
_____	_____
_____	_____
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 1st day of OCTOBER, 1998.

Signature of all general partners:

General Partner

_____	_____
General Partner	General Partner
_____	_____
General Partner	General Partner
_____	_____
General Partner	General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of GENERAL GROUP LTD.

a Florida Limited Partnership, certify:

FILED
98 OCT 16 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$ 10

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 100

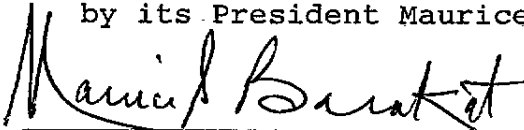
Signed this 1st day of OCTOBER, 1998

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

GENERAL GROUP INC.

by its President Maurice Barakat



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner