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> (561) 683-2484 Fax: (561) 684-3142

EARL E. MAYER, JR.*
P. TODD KENNEDY, P.A.
JOHN W. RANDOLPH, JR.
PAUL T. TRINLEY

* Federal Tax Counsel to the Firm Admitted in Ohio Only, Practice Limited to Matters of Federal Tax Law

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November 6, 1998

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Audio Departure, Ltd.

Dear Sir/Madam:

Enclosed please find two (2) originals of the Certificate of Limited Partnership and two (2) originals of the Affidavit of Capital Contributions for the above referenced limited partnership. Please file one (1) original of each and return one (1) original of each stamped with the date and time the document has been accepted for filing. I have enclosed a self-addressed, stamped envelope for the return of the requested document, along with our check in the amount of \$87.50 to cover the required filing fee.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

MAYER & KENNEDY

P. Todd Kennedy

PTK:msg Enclosures F:\Pagliaro\Ltrs\Certpart.sos Name Availability Availability

Document Examiner

Updajer

Acknowledgement

W. P. Verilver

CERTIFICATE OF LIMITED PARTNERSHIP OF AUDIO DEPARTURE, LTD.

1.	AUDIO DEPARTURE, LTD.	
	(Name of Limited Partnership; must contain suffix Partnership")	such as "Limited", "Ltd.", or "Limited
2.	3121 N.E. 48th Street, Lighthouse Point, Florida 33064	
	(The Business Address of the Limited Partnership)	
3.	Brenda F. Pagliaro	
	(Name of Registered Agent for Service of Process)	
4.	3121 N.E. 48th Street, Lighthouse Point, Florida 33064	
	(Florida Street Address for Registered Agent)	· - ·
5.	Bullet tosliate	
	(Registered Agent must sign here to accept designation as Registered Agent for Service of	
	Process)	•
6.	3121 N.E. 48th Street, Lighthouse Point, Florida 33064	
	(The Mailing Address of the Limited Partnership)	
7.	The latest date upon which the Limited Partnership is to be dissolved is <u>January 1, 2047</u> .	
8.	NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
	Four Star Realty Management, Inc.	3121 N.E. 48th Street
	Dra del DA	Lighthouse Point, FL 33064
	198-95670	
Signed this 28 day of October, 1998		
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Signature of all General Partners:

Four Star Realty Management, Inc.

WADEN EVERETT EMERY, III, Its President

GENERAL PARTNER

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of AUDIO DEPARTURE, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$990.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$990.00.

This 28 day of October, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

FOUR STAR REALTY MANAGEMENT, INC.

EVERETT EMERY, III,

President

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