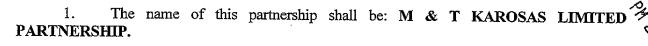
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CERTIFICATE OF LIMITED PARTNERSHIP OF M & T KAROSAS LIMITED PARTNERSHIP



2. The name of this Partnership's initial registered agent in the State of Florida is: Michael R. Karosas, 1215 Avondale Lane, West Palm Beach, Florida 33409.

Michael R. Karosas, Registered Agent
(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process)

- 3. The name and mailing address of the general partner is: Michael R. Karosas, Trustee, 1215 Avondale Lane, West Palm Beach, Florida 33409.
- 4. The business and mailing address of the limited partnership is: 1215 Avondale Lane, West Palm Beach, Florida 33409.
 - 5. The latest date for Partnership dissolution is: December 31, 2050.
- 6. The effective date of this Certificate of Limited Partnership is the date it is filed with the Secretary of State of the State of Florida.

In affirmation thereof, the facts stated above are true.

This 10th day of December, 1998.

GENERAL PARTNER:

Michael R. Karosas, Trustee

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Before me, the undersigned constituting all of the general partners of M & T KAROSÁS LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$900.

The total amount contributed and anticipated to be contributed by the limited partners as this time totals \$900.

This 10th day of December, 1998.

Further affiant sayeth not.

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

GENERAL PARTNERS:

Michael R. Karosas, Trustee