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Division of JAN 04 '99 02:53PM BROAD AND CASSEL

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Account Number : 076376001555  
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FLORIDA LIMITED PARTNERSHIP

PBG PARTNERS, LTD.

Certificate of Status	0
Certified Copy	0
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TC  
\$7,500.00

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**CERTIFICATE OF LIMITED PARTNERSHIP**

**OF**

**PBG PARTNERS, LTD.,**

**a Florida limited partnership**

The undersigned general partner desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby state the following:

1. The name of the limited partnership is PBG Partners, Ltd. (the "Partnership").
2. The address of the office of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
3. The name and address of the agent for service of process on the Partnership is PBG Equity Corp., 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
4. The name and business address of each general partner is as follows:  

*P990000000420*  
PBG Equity Corp., 2300 Glades Road, Suite 100E  
Boca Raton, Florida 33431
5. The mailing address of the Partnership is 2300 Glades Road, Suite 100E, Boca Raton, Florida 33431.
6. The latest date upon which the Partnership will dissolve is December 31, 2098.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

David J. Powers, Esq.  
Florida Bar Number 867081  
Broad and Cassel  
7777 Glades Road, Suite 300  
Boca Raton, Florida 33434  
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This Certificate of Limited Partnership has been executed by the sole General Partner of PBG Partners, Ltd. this 4<sup>th</sup> day of January, 1999.

GENERAL PARTNER:

PBG EQUITY CORP.,  
a Florida corporation

By: 

William R. Greenfield  
President

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for PBG Partners, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

**REGISTERED AGENT**

PBG Equity Corp.,  
a Florida corporation

By: 

William R. Greenfield  
President

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, constituting the sole general partner of PBG Partners, Ltd., a Florida limited partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$100.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.

Executed this 4<sup>th</sup> day of January, 1999.

**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 PARTNER:**

PBG Equity Corp.,  
a Florida corporation

By: 

William R. Greenfield  
President

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