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FLORIDA LIMITED PARTNERSHIP

Squid Row Partners, Ltd.

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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SQUID ROW PARTNERS, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is SQUID ROW PARTNERS, LTD.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 4001 Ibis Point Circle, Boca Raton, Florida 33431.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Herbert A. Shapiro, 4001 Ibis Point Circle, Boca Raton, Florida 33431.

4. The name of the General Partner of the Partnership is Squid Row Flo Co., and the business address of the Partnership is 4001 Ibis Point Circle, Boca Raton, Florida 33431.

5. A mailing address for the Partnership is 4001 Ibis Point Circle, Boca Raton, Florida 33431.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
(954) 764-6660

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6. The latest date upon which the Partnership is to dissolve is December 31, 2028, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. All of the Partnership's acts and decisions shall be authorized by the written consent of the General Partner.

IN WITNESS WHEREOF, the undersigned, being the General Partner of the Partnership, has duly executed this Certificate of Limited Partnership of Squid Row Partners, Ltd., this 5th day of JANUARY, 1989, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER:

SQUID ROW FLO CO.

By: 

Herbert A. Shapiro, President

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Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33301  
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**ACCEPTANCE OF APPOINTMENT**

**AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of Squid Row Partners, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

  
Herbert A. Shapiro

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Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
Ruden McClosky, Et al., P. O. Box 1900  
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(954) 764-6660

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**AFFIDAVIT DECLARING AMOUNT OF  
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF  
SQUID ROW PARTNERS, LTD.**

BEFORE ME, the undersigned, constituting the sole General Partner of SQUID ROW PARTNERS, LTD. ("Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,500,000.00. No additional capital contribution is anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

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:

SQUID ROW FLO CO.

By: 

Herbert A. Shapiro, President

Prepared by: Thomas O. Katz, Esq., FL Bar #355836  
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