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FLORIDA LIMITED PARTNERSHIP

Fisher Family Partnership, Ltd.

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Electronic Filing Manual

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**CERTIFICATE OF LIMITED PARTNERSHIP**  
**OF**  
**FISHER FAMILY PARTNERSHIP, 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 FISHER FAMILY PARTNERSHIP, 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 1640 N.E. 5th Street, Fort Lauderdale, Florida 33301.

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 GLORETTE A. FEINERMAN, 1640 N.E. 5th Street, Fort Lauderdale, Florida 33301.

4. The names of the General Partners of the Partnership and their addresses are as follows:

<u>NAME:</u>	<u>ADDRESS:</u>
Glorette A. Feinerman	1640 N.E. 5th Street Fort Lauderdale, Florida 33301
Stanley S. Feinerman	1640 N.E. 5th Street Fort Lauderdale, Florida 33301

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Prepared by: Glen A. Stankee, Esq., FL Bar #331848  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33302  
(954) 764-6660

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5. The mailing address for the Partnership is 1640 N.E. 5th Street, Fort Lauderdale, Florida 33301.

6. The latest date upon which the Partnership is to dissolve is December 31, 2050, 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 Partners of the Partnership, have duly executed this Certificate of Limited Partnership of Fisher Family Partnership, Ltd. this 24<sup>th</sup> day of December, 1998, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

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This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNERS:

  
GLORETTE A. FEINERMAN

  
STANLEY S. FEINERMAN

Prepared by: Glen A. Stankee, Esq., FL Bar #331848  
Ruden McClosky, Et al., P. O. Box 1900  
Fort Lauderdale, Florida 33302  
(954) 764-6660

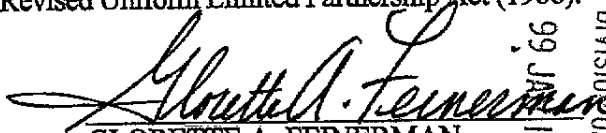
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**ACCEPTANCE OF APPOINTMENT**

**AS REGISTERED AGENT**

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

  
 GLORETTE A. FEINERMAN  
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Prepared by: Glen A. Stankee, Esq., FL Bar #331848  
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**AFFIDAVIT DECLARING AMOUNT OF**  
**CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF**  
**FISHER FAMILY PARTNERSHIP, LTD.**

**BEFORE ME**, the undersigned, constituting all of the General Partners of FISHER FAMILY PARTNERSHIP, LTD. ("Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and marketable securities to the Partnership have a value of approximately \$1,600,000. Additional capital contributions are not 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 Florida, along with the Certificate of Limited Partnership.

**FURTHER AFFIANTS SAITH NOT.**

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

**GENERAL PARTNERS:**

  
GLORETTE A. FEINERMAN

  
STANLEY S. FEINERMAN

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