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RICHARD B. COMITER, P.A.

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March 26, 1999

VIA OVERNIGHT MAIL

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

600002826566--2  
-04/01/99--01072--001  
\*\*\*1785.00 \*\*\*1785.00

Re: Certificate of Limited Partnership of JJG PARTNERS, LTD.

Dear Sir or Madam:

I am enclosing the original and one copy of the Certificate of Limited Partnership of JJG PARTNERS, LTD., a Florida Limited Partnership. I am also enclosing my check for \$1,785.00 which covers the following items:

State filing fee for limited partnership with anticipated capital contribution of \$325,000.00 @ \$7 per \$1,000.00 (maximum \$1,750)	\$1,750.00
Registered Agent fee	35.00
	<u>\$1,785.00</u>

If you have any questions, please call me at the above number.

Very truly yours,

Richard B. Comiter, Esq.

Name	Richard B. Comiter, Esq.
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
P. Verifier	

Encl

cc: John Grossman/Jacqueline Grossman

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
JJG PARTNERS, LTD.,  
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner of JJG PARTNERS, LTD., a Florida limited partnership (the "General Partner"), desires to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act of 1986 as set forth in Chapter 620 of the Florida Statutes and hereby states the following:

1. The name of the Partnership is JJG PARTNERS, LTD.
2. The address of the office of the Partnership is 134 Rosales Court, Miami, Florida 33143.
3. The name and address of the agent for service of process of the Partnership is JJG PARTNERS, INC., 134 Rosales Court, Miami, Florida 33143.
4. The name and business address of the General Partner is JJG Partners, Inc., 134 Rosales Court, Miami, Florida 33143. *pg8000072196*
5. The mailing address of the Partnership is 134 Rosales Court, Miami, Florida 33143.
6. The latest date upon which the Partnership shall dissolve is no later than December 31, 2039, unless the Partners agree to extend the term.
7. The Partnership shall be effective upon the filing of this Certificate of Limited Partnership (the "Certificate") with the State of Florida, Department of State.

This Certificate is duly executed and is being filed in accordance with section 620.108 of the Florida Revised Uniform Limited Partnership Act of 1986, as amended.

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.

**IN WITNESS WHEREOF**, this Certificate of Limited Partnership has been executed by the General Partner of JJG PARTNERS, LTD. this 26<sup>th</sup> day of March, 1999.

GENERAL PARTNER:

JJG Partners, Inc.

By: 

Jacqueline D. Green, President

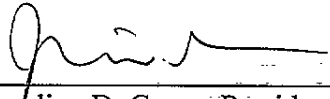
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DIVISION OF CORPORATIONS  
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## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for JJG PARTNERS, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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 the registered agent.

JJG Partners, Inc.,  
Registered Agent

By:   
Jaqueline D. Green, President

## AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA                     )  
COUNTY OF PALM BEACH            )

I, Jacqueline D. Green, as President of JJG Partners, Inc., which corporation is the General Partner of JJG PARTNERS, Ltd., a Florida limited partnership, hereinafter referred to as the "Partnership", being duly sworn, certifies as follows:

1. The amount of capital contributions to be made by the Limited Partners to the Partnership is \$325,000.00. The total amount of capital anticipated to be contributed by the Limited Partners to the Partnership at this time totals \$325,000.00.

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

Dated: March 26, 1999

GENERAL PARTNER:

JJG Partners, Inc.

By: [Signature]  
Jacqueline D. Green, President

STATE OF FLORIDA                     )  
COUNTY OF PALM BEACH            )

**BEFORE ME**, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Jacqueline D. Green, in her capacity as President of JJG Partners, Inc., the General Partner of JJG PARTNERS, LTD., known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contribution, and she acknowledged to me and before me that she executed this Affidavit freely and voluntarily for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal in the county and state aforesaid this 26 day of March, 1999.

[SEAL]



Nancy J. Kendig  
Commission # CC 802747  
Expires FEB. 19, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

[Signature]  
Notary Public  
State of Florida, at Large  
Nancy J. Kendig  
Typed or Printed Name of Notary