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ATTORNEYS AT LAW

00789-00640-00671

499-8004

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Asset Protection  
Business and Taxation Planning  
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Trusts and Estate Planning

MARCH 29, 1999

TWO DAY UPS

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

000002823820--2  
03/30/99-01088-013  
\*\*\*1793.75 \*\*\*1793.75

RE: SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP

Dear Sir/Madam:

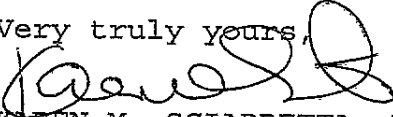
Enclosed please find a Certificate of Limited Partnership and an Affidavit of Capital Contributions regarding the above referenced Partnership.

As the total amount contributed and the anticipated amount to be contributed by the Limited Partners for this particular Partnership is in excess of two hundred and fifty thousand (\$250,000) dollars, the maximum fee of One Thousand Seven Hundred Fifty Dollars (\$1,750) has been included in the enclosed check as the filing fee for both the Certificate and Affidavit. In addition, an additional Thirty-Five Dollars (\$35.00) has been included for the designation of a Registered Agent and an additional Eight Dollars and Seventy-Five Cents (\$8.75) has been included for a Certificate. Therefore, please find enclosed our check in the amount of One Thousand Seven Hundred Ninety-Three Dollars and Seventy-Five Cents (\$1,793.75).

Please also be advised that I have enclosed by separate letter, the paperwork necessary to certify SIG CAPITAL MANAGEMENT L.L.C. Please note that this L.L.C is the General Partner of the Limited Partnership. As such, it is imperative that the L.L.C. be certified before the Limited Partnership.

Should you have any further questions or comments as regards this matter, please do not hesitate to contact me.

Very truly yours,

  
KAREN M. SCIARRETTA, ESQ.  
KMS:mn:Enclosure

|                   |  |
|-------------------|--|
| Name              |  |
| Availability      |  |
| Document Examiner |  |
| Updater           |  |
| Updater Verifyor  |  |
| Acknowledgement   |  |
| P. verifyor       |  |

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR 13 AM 11:55



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

April 2, 1999

KAREN M. SCJARRETTA, ESQ.  
GLADES TWIN PLAZA  
2300 GLADES ROAD, SUITE 302E  
BOCA RATON, FL 33431

SUBJECT: SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP  
Ref. Number: W99000008004

We have received your document for SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP and your check(s) totaling \$1793.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 620.108, Florida Statutes, an affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners must accompany the certificate of limited partnership. The affidavit must be signed by all general partners.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 599A00016911

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 APR 13 AM 11:55

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP

1. SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP

(Name of Limited Partnership; must contain a suffix such  
as "Limited", "Ltd.", or "Limited Partnership")

2. 12024 NW 9th Place, Coral Springs, FL 33071

(The Business Address of Limited Partnership)

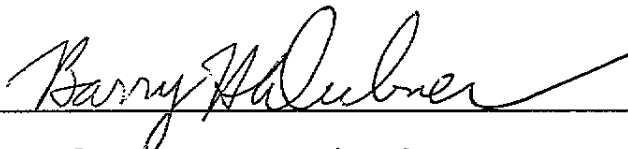
3. Barry Dubner

(Name of Registered Agent for Service of Process)

4. 12024 NW 9th Place, Coral Springs, FL 33071

(Florida Street Address for Registered Agent)

5.



(Registered Agent must sign here to accept designation  
as Registered Agent for Service of Process)

6. Set forth on line 2.

(The Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be  
dissolved is December 31, 2068.

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

SIG CAPITAL MANAGEMENT, LLC

12024 NW 9th Place

L99000001884

Coral Springs, FL 33071

Signed this 21st day of February, 1999.

Signature of all General Partners:

Barry H. Dubner  
Barry Dubner, Co-Manager  
of SIG CAPITAL MANAGEMENT, LLC

Barbara Dubner  
Barbara Dubner, Co-Manager  
of SIG CAPITAL MANAGEMENT, LLC

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned constituting all of the General Partners of SIG CAPITAL MANAGEMENT LIMITED PARTNERSHIP, a Florida Limited Partnership, certify as follows:

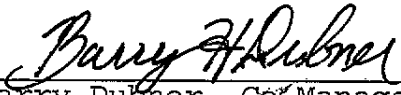
The amount of capital contributions to date of the Limited Partners is \$0.00.

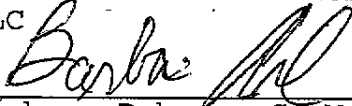
The total amount contributed and anticipated by the Limited Partners at this time totals \$ 1,000,000.00.

This 26TH day of February, 1999.

FURTHER AFFIANT SAYETH NOT.

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

  
Barry Dubner, Co-Manager  
of SIG CAPITAL MANAGEMENT  
LLC

  
Barbara Dubner, Co-Manager  
of SIG CAPITAL MANAGEMENT  
LLC