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Florida Department of State  
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Account Name : EMPIRE CORPORATE KIT COMPANY  
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## FLORIDA LIMITED PARTNERSHIP

M.D.H. PARTNERS, L.P.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$1,837.50

*Please Rush  
Thanks!*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 4, 1999

LEONARDO BRITO  
1001 BRICKELL BAY DR., 3RD FL  
MIAMI, FL 33131

SUBJECT: M.D.H. PARTNERS, L.P.  
REF: W99000010338

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6025.

Cathy A Mitchell  
Corporate Specialist

FAX Aud. #: H99000010536  
Letter Number: 099A00023768

449000010536  
CERTIFICATE OF LIMITED PARTNERSHIP

(4)

OF

M.D.H. PARTNERS, LTD.

The undersigned General Partner of M.D.H. Partners, LTD., a Florida limited partnership (the "Partnership"), desiring to adopt a certificate of limited partnership of the Partnership (the "Certificate") pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

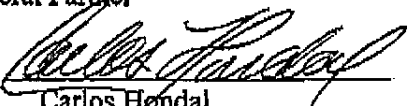
1. The name of the Partnership is "M.D.H. Partners, LTD."
2. The name and address of the agent for service of process on the Partnership is Leonardo F. Brito, P.A., 1001 Brickell Bay Drive, Suite 3000, Miami, Florida 33131.
3. The name and business address of the sole General Partner is C.M.C. Corp., a Florida corporation, 6480 SW 21 Street, Miami, Florida 33155-1941.
4. The mailing address of the Partnership is 6480 SW 21 Street, Miami, Florida 33155-1941. The address of the Partnership is 6480 SW 21st Street, Miami, Florida 33155-1941.
5. The latest date upon which the Partnership shall dissolve is April 30, 2009.
6. This Certificate shall be effective upon the date of filing with the Department of State of Florida.

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 has been executed by Carlos Hondal, the President of C.M.C. Corp., a Florida corporation, as the General Partner of the Partnership, this 30<sup>TH</sup> day of April 1999.

Leonardo Brito, Esq.  
1001 Brickell Bay Dr.  
30th Floor  
Miami, FL 33131  
(305) 373-5411  
FBN. 0615730

C.M.C. Corp., a Florida corporation  
General Partner

By:   
Carlos Hondal  
President

MDH Limited Cert

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**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

That M.D.H. PARTNERS, LTD desiring to organize under the laws of the State of Florida, has named Leonardo F. Brito, P.A. located at 1001 Brickell Bay Drive, Suite 3000, Miami Florida 33131 as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations under, Florida Statutes.

Dated this 30th day of April, 1999.

LEONARDO F. BRITO, P.A.



Leonardo F. Brito, President  
Registered Agent

LEON199909-1008\REGISTERED AGENT CERT

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STATE OF FLORIDA )  
 ) SS:  
COUNTY OF MIAMI-DADE )

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned, Carlos Hondal, President of C.M.C. Corp., a Florida corporation, the General Partner of M.D.H. Partners, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certifies as follows:

The actual amount of capital contributed to the Partnership by the Limited Partners is \$101,380.82. The anticipated amount of capital contributions to the Partnership by its Limited Partners is \$600,000.00.

FURTHER AFFIANT SAYETH NOT.

Under 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  
C.M.C. Corp., a Florida corporation

By: Carlos Hondal  
President

Date: April 30, 1999

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STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, this 30 day of April, 1999, personally appeared Carlos Hondal, as President, of C.M.C. Corp., a Florida Corporation the General Partner of the Limited Partnership of M.D.H. Partners, LTD., known to me to be the person who executed the foregoing Affidavit and acknowledged before me that he executed the same for the purposes herein expressed, and who is personally known to me ~~ex~~ as ~~who has produced~~ identification, and did ~~not~~ take an oath.

WITNESS my hand and official seal at Miami, Dade County, Florida this 30 day of April, 1999.

32

My Commission Expires:

NOTARY PUBLIC

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