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BISCAYNE BUILDING

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May 6, 1999

DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

400002869354-3  
-05/10/99-01096-013  
\*\*\*\*735.00 \*\*\*\*735.00

Re: The ECE Properties Limited Partnership, a Florida Limited Partnership

Gentlemen:

The undersigned represents the above-referenced limited partnership.

Enclosed herewith please find the following items to initiate the filing for the partnership:

1. Certificate of The ECE Properties Limited Partnership;
2. Affidavit of Capital Contributions By Limited Partners to The ECE Properties Limited Partnership;
3. A check in the amount of \$735 payable to the Department of State to cover the filing fee for the partnership and the Registered Agent designation.

If you have any questions, or require any further information, please do not hesitate to contact the undersigned.

Very Truly Yours,

RICHMAN & RICHMAN, P.A.

SCOTT G. RICHMAN

SGR/mc  
Encls.

FILED  
99 MAY 24 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5-24-99



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 12, 1999

SCOTT G. RICHMAN  
RICHMAN & RICHMAN, P.A.  
19 WEST FLAGLER STREET 14TH FLOOR  
MIAMI, FL 33130

SUBJECT: THE ECE PROPERTIES LIMITED PARTNERSHIP  
Ref. Number: W99000011158

We have received your document for THE ECE PROPERTIES LIMITED PARTNERSHIP and your check(s) totaling \$735.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document "Certificate of Limited Partnership".

The registered agent must sign accepting the designation.

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) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 499A00026110

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE  
OF  
LIMITED PARTNERSHIP**

**THIS CERTIFICATE OF LIMITED PARTNERSHIP** is executed on May 3, 1999, with respect to the agreement of **THE ECE PROPERTIES LIMITED PARTNERSHIP** ("the Partnership").

1. This limited partnership was converted from general partnership form from that certain Florida General Partnership known as ECE Properties, pursuant to Section 620.8902, Florida Statutes.
2. The former name of the general partnership which was converted into this limited partnership was: "ECE Properties."
3. The partners of ECE Properties unanimously agreed and voted to convert the general partnership known as ECE Properties into a limited partnership to be known as **THE ECE PROPERTIES LIMITED PARTNERSHIP**.
4. Name. The Limited Partnership's name is **THE ECE PROPERTIES LIMITED PARTNERSHIP**.
5. Partnership's Business. The Partnership's business is the ownership and management of real and personal property, and all other related acts. The Partnership may also do all things not otherwise illegal under the laws of the State of Florida.
6. Registered Agent. The name and post office address of the Partnership's registered agent is:

Name

Address

SCOTT G. RICHMAN, ESQ.

19 W. Flagler Street, 14th Floor  
Miami, FL 33130

SCOTT G. RICHMAN, ESQ. resides and has his business address within the State of Florida. Whereby accept designation as Registered Agent for Service of Process

  
SCOTT G. RICHMAN, ESQ., Registered Agent

7. Specified Office. The post office address of the office at which its records are kept is, and the address of the principal place of business of the partnership is: **13060 Lerida Street, Coral Gables, Florida 33156.**

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TALLAHASSEE, FLORIDA

8. General Partner. The name and post office address of the general partner is:

| <u>Name</u>                                | <u>Address</u>  |
|--|---|
| ECE REALTY, INC.,<br>A Florida Corporation | <u>13060 Lerida Street</u><br><u>Coral Gables, FL 33156</u> |

9. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2034.

IN WITNESS WHEREOF, the undersigned general partner has signed and sealed this certificate, on the day and year first above written.

ECE REALTY, INC., a Florida Corporation

By: Michael E. Harris  
MICHAEL E. HARRIS, President

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

The foregoing instrument was acknowledged before me this 3 day of May, 1999 by MICHAEL E. HARRIS who is personally known to me and who did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Dade County, Florida, this 3 day of May, 1999.

Eva Lewis  
Notary Public, State of Florida  
at Large

My commission expires: 06/25/00

OFFICIAL NOTARY SEAL  
EVA LEWIS  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC566509  
MY COMMISSION EXP. JUNE 25, 2000

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99 MAY 24 PM 3:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS BY LIMITED PARTNERS  
TO THE ECE PROPERTIES LIMITED PARTNERSHIP**

STATE OF FLORIDA )

)SS:

COUNTY OF MIAMI-DADE )

**BEFORE ME** personally appeared **MICHAEL E. HARRIS**, who, after being duly sworn, deposes and says:

1. My name is MICHAEL E. HARRIS. I am president of ECE Realty, Inc., a Florida Corporation, which is the General Partner of this limited partnership. I make this affidavit in my capacity as President of ECE Realty, Inc.
2. MICHAEL E. HARRIS made an initial capital contribution to THE ECE PROPERTIES LIMITED PARTNERSHIP valued at \$50,000.
3. GEORGE J. REEVE, JR. made an initial capital contribution to THE ECE PROPERTIES LIMITED PARTNERSHIP valued at \$50,000.
3. The total amount contributed and anticipated to be contributed at this time totals \$100,000.

**FURTHER AFFIANT SAYETH NOT.**

ECE REALTY, INC., a Florida Corporation, General Partner

BY: *Michael E. Harris*  
MICHAEL E. HARRIS, President

STATE OF FLORIDA )

)SS:

COUNTY OF MIAMI-DADE )

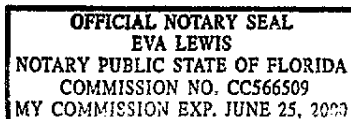
The foregoing instrument was acknowledged before me this 30 day of April, 1999 by MICHAEL E. HARRIS, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Miami, Miami-Dade County, Florida this 30 day of April, 1999.

*Eva Lewis*  
Notary Public, State of Florida  
at Large

My commission expires:

06/25/00



FILED  
99 MAY 24 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA