

Charter Number Only
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6-7-99 CANNON
Requestor's Name Gunter, Joseph & Ruffin

Address 100 W. Cypress Creek Rd. #900

Fort Laud. FL 33309

City State ZIP Phone

(954) 938-4555

REGISTRATION ONLY

000002899120--6

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***1837.50 ***1837.50

CORPORATION(S) NAME

FAST Industries, Ltd.

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DIVISION OF CORPORATIONS
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- () Profit () NonProfit () Amendment () Merger () Foreign () Dissolution () Mark () Limited Partnership () Annual Report () Other () Reinstatement () Reservation () Change of Registered Agent () Certified Copy () Photo Copies () Certificate Under Seal () Call When Ready () Call If Problem () After 4:30 () Walk In () Will Wait () Pick Up () Mail Out

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W.P. Verifier

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CORPORATIONS
171 E. LASOLLA BLVD
TALLAHASSEE, FL 32301

BK
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Empire Toll Free: 1-800-432-3028

GUTTER, JOSEPH & RUFFIN

ATTORNEYS AT LAW
TRADE CENTRE SOUTH - SUITE 900
100 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FLORIDA 33309

MARVIN C. GUTTER
RICHARD A. JOSEPH
THOMAS RUFFIN III

June 7, 1999

TELEPHONE: (954) 938-4555
FAX: (954) 938-9553

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Secretary of State
Corporate Records Bureau
Divisions Of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

Dear Sirs:

Enclosed for filing please find an original and two copies of the Certificate of Limited Partnership of Fast Industries, Ltd.

Please be advised that a partner of the limited partnership is Fast Industries, Inc., which consents to the use of the name "Fast Industries" by Fast Industries, Ltd. You will note that the address for the partnership is the same as the address for Fast Industries, Inc. in your records.

Also enclosed is our check in the amount of \$1,837.50 (\$1,750.00, filing fee; \$52.50, certified copy; registered agent fee, \$35.00) for the filing fees.

Please contact the undersigned with any questions.

Thank you for your cooperation in this matter.

Very truly yours,



THOMAS RUFFIN III

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Enclosures

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
FAST INDUSTRIES, LTD.

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes, does hereby certify and swear in this Certificate of Limited Partnership to the following:

1. NAME AND PRINCIPAL PLACE OF BUSINESS.

The name of the Limited Partnership and the address of its principal office is:

FAST INDUSTRIES, LTD.
1850 Spectrum Boulevard
Ft. Lauderdale, Florida 33309

2. REGISTERED AGENT.

The name and address of the Registered Agent for the Limited Partnership is:

FAST INDUSTRIES, LLC
1850 Spectrum Boulevard
Ft. Lauderdale, Florida 33309

Prepared by:
THOMAS RUFFIN III, Esq.
GUTTER, JOSEPH & RUFFIN P.A.
100 W. Cypress Creek Road, Suite 900
Ft. Lauderdale, Florida 33309
Telephone: (954) 938-4555
Florida Bar No. 442119

3. GENERAL PARTNERS.

The name and business address of the general partners are as follows:

FAST INDUSTRIES, LLC
1850 Spectrum Blvd.
Ft. Lauderdale, FL 33309

L99000003287

FEMC, LLC
1850 Spectrum Blvd.
Ft. Lauderdale, FL 33309

L99000003285

FAST REAL ESTATE PARTNERS, LLC
1850 Spectrum Blvd.
Ft. Lauderdale, FL 33309

L99000003286

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4. EFFECTIVE DATE. This Limited Partnership shall be effective on the date of filing
hereof.

5. MAILING ADDRESS.

The mailing address and the principal place of business address of the Limited
Partnership, which are the same, is:

FAST INDUSTRIES, LTD.
1850 Spectrum Blvd.
Ft. Lauderdale, FL 33309


6. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is December 31,
2050.

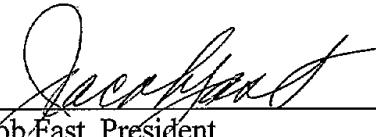
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IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership at Fort Lauderdale, Florida, this 7 day of June, 1999.

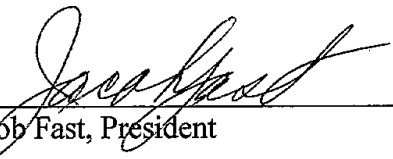
FAST INDUSTRIES, LLC
By: Fast Industries, Inc., Member

By: X 
Jacob Fast, President

FEMC, LLC
By: FEMC, Ltd., Member
By: FEMC, Inc., General Partner

By: X 
Jacob Fast, President

FAST REAL ESTATE PARTNERS, LLC
By: FAST Real Estate Partners, Ltd., Member
By: FAST Management, Inc., General Partner

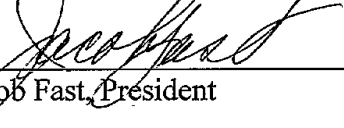
By: X 
Jacob Fast, President

ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts appointment as registered agent for FAST INDUSTRIES, LTD., a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 7 day of June, 1999.

FAST INDUSTRIES, LLC
By: FAST Industries, Inc., Member

By: X 
Jacob Fast, President

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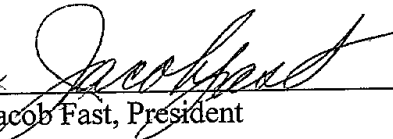
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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

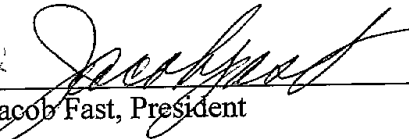
FAST INDUSTRIES, LLC, FEMC, LLC and FAST REAL ESTATE PARTNERS, LLC, the
General Partners of FAST INDUSTRIES, LTD. ("Limited Partnership"), being duly sworn, depose
and say:

The total of capital contributions of the limited partner of the Limited Partnership at
the date hereof is One Hundred (\$100.00) Dollars and the total amount of anticipated
contributions will not exceed Fifteen Million (\$15,000,000.00) Dollars.

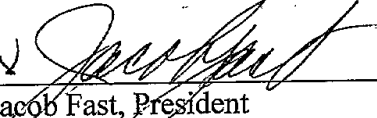
FAST INDUSTRIES, LLC
By: Fast Industries, Inc., Member

By: _____
Jacob Fast, President

FEMC, LLC
By: FEMC, Ltd., Member
By: FEMC, Inc., General Partner

By: _____
Jacob Fast, President


FAST REAL ESTATE PARTNERS, LLC
By: FAST Real Estate Partners, Ltd., Member
By: FAST Management, Inc., General Partner

By: _____
Jacob Fast, President

STATE OF FLORIDA)
)SS:
COUNTY OF BROWARD)

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DIVISION OF CORPORATIONS
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On this 7 day of June, 1999, before me personally appeared Jacob Fast in the capacities set forth in the foregoing instrument, who is personally known to me, or who produced _____ as identification, to be the person who executed the foregoing instrument, and who did take an oath.


NOTARY PUBLIC
Name of Notary: Thomas Ruffin
Commission No.: CC588486

Commission expires: 9/26/01



Thomas Ruffin
MY COMMISSION # CC588486 EXPIRES
September 26, 2000
BONDED THROUGH TROY PAID INSURANCE, LLC.

\\agr\fastind.ltd
05/11/99