

5623-12015

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FLORIDA LIMITED PARTNERSHIP

FBSC Holdings, L.P.

RECEIVED
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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 20, 1999

NASON, YEAGER, GERSON, WHITE & LIOCE, P.A.

SUBJECT: FBSC HOLDINGS, L.P.
REF: W99000016634

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.

"L.P." is not an acceptable suffix for a Florida Limited Partnership. Number one on the application lists the acceptable suffixes... Limited, Ltd., or Limited Partnership, please insert one of these after the name.,

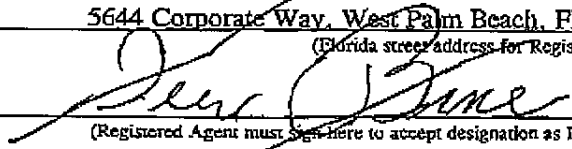
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Michelle Hodges
Document SpecialistFAX Aud. #: E99000017631
Letter Number: 099A00037023

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CERTIFICATE OF LIMITED PARTNERSHIP

1. FBSC Holdings, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 5644 Corporate Way, West Palm Beach, FL 33407
(Business address of Limited Partnership)
3. Felix Fine
(Name of Registered Agent for Service of Process)
4. 5644 Corporate Way, West Palm Beach, FL 33407
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 5644 Corporate Way, West Palm Beach, FL 33407
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Perpetual

8. Names and Street Address of general partner:

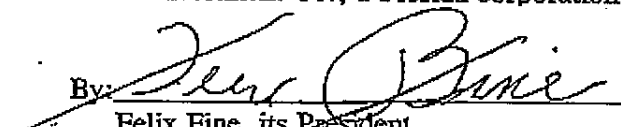
899-63897
FBSC Investment Co.
5644 Corporate Way
West Palm Beach, FL 33407

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 19th day of July, 1999.

Signature of general partner:

FBSC Investment Co., a Florida corporation,

By: 
Felix Fine, its President

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George F. Harding, Esq. (Fl. Bar No. 977985)
Nason, Yeager, Gerson, White & Lioce, P.A.
1645 Palm Beach Lakes Boulevard, Suite 1200
West Palm Beach, Florida 33401
Phone: (561) 686-3307

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____

_____ FBSC Holdings, Ltd. _____

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$100.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

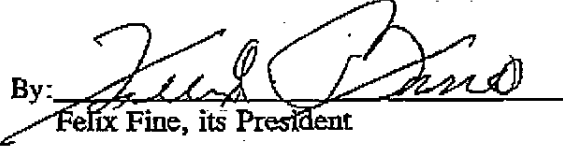
Signed this 19th day of July, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signature of general partner:

FBSC Investment Co., a Florida corporation,

By: 
Felix Fine, its President