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LAW OFFICES
ARNOLD S. GOLDSTEIN & ASSOCIATES, P.A.

ARNOLD S. GOLDSTEIN*

NICOLE S. OFSTEIN**

OF COUNSEL:
DAVID B. MANDELL†

* ADMITTED IN MA ONLY
** ADMITTED IN FL ONLY
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PLEASE REPLY TO:
FLORIDA OFFICE

ONE BOSTON PLACE
FIFTH FLOOR
BOSTON, MA 02108
TEL: (617) 619-3636
FAX: (617) 619-3924

10 COLE STREET
LONDON, ENGLAND SE14YH
TEL: (071) 357-0367
FAX: (071) 357-0347

July 22, 1999

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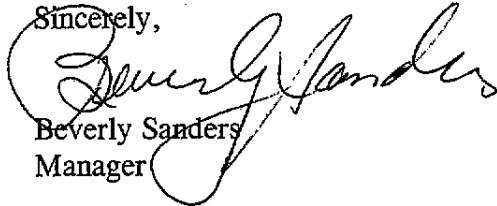
Secretary of State
Business Filing Division
409 E. Gaines St.
Tallahassee, Fl 32399

Dear Madam:

Re: Periscope Limited Partnership

We enclose a check for \$87.50 to cover the filing of the enclosed partnership. Please file accordingly and return the certificate to the address above.

Sincerely,


Beverly Sanders
Manager

99 JUL 26 PM 2:45

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

ALT

CERTIFICATE OF LIMITED PARTNERSHIP

PERISCOPE LIMITED PARTNERSHIP

Name of Limited Partnership: PERISCOPE Limited Partnership

Address of Limited Partnership: 1790 W. 49th St.
Hialeah, Fl 33407

Name of Resident Agent: Bernard H. Butts

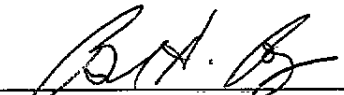
Address of Resident Agent: 1790 W. 49th St.
Hialeah, Fl 33407

Name and address of Each General Partner.

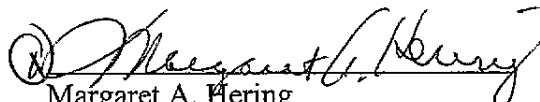
1. Bernard H. Butts 1790 W. 49th St. Hialeah, Fl 33407
2. Margaret A. Hering 1790 W. 49th St. Hialeah, Fl 33407

Latest date upon which limited partnership is to dissolve: December 31, 2060

It is hereby declared that I am (we are) the person(s) who executed this Certificate of Limited Partnership, which execution is may (our) act and deed:

Ⓡ 

Bernard H. Butts
General Partner + Reg. Agent

Ⓡ 

Margaret A. Hering
General Partner

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of PERISCOPE Limited Partnership, a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$1,000.00.
The total amount contributed and anticipated to be contributed by the limited partners at this time is \$1,000.00.

⓪ Signed this 18 day of July, 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.

GENERAL PARTNER

Ⓚ *B. H. Butts*
Bernard H. Butts

GENERAL PARTNER

Ⓚ *Margaret A. Hering*
Margaret A. Hering

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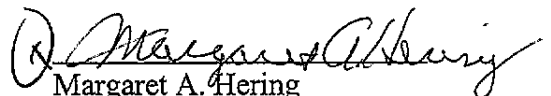
PERISCOPE LIMITED PARTNERSHIP

Signed this 18 day of July, 1999.

Signature of all general partners:



Bernard H. Butts
General Partner



Margaret A. Hering
General Partner

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