



THE UNITED STATES
CORPORATION
COMPANY

A990000 01278

ACCOUNT NO. : 072100000032

REFERENCE : 327284 4310462

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 2, 1999

ORDER TIME : 2:53 PM

ORDER NO. : 327284-005

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-08/03/99--01001--019

CUSTOMER NO: 4310462

***1753.50 ***1753.50

CUSTOMER: Bonnie Callahan, Legal Asst
STUART S. ROSENTHAL, P.A.
STUART S. ROSENTHAL, P.A.
404 East Atlantic Boulevard
Suite 101
Pompano Beach, FL 33060

DOMESTIC FILING

NAME: AFFINITI BUILDING, L.P.

EFFECTIVE DATE: (8)

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaid

EXAMINER'S INITIALS:

2 LP- 1,701.00
CERT- 52.50

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189600

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192000

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 2, 1999

JAMELA ABAIED
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: AFFINITI BUILDING, L.P.
Ref. Number: W99000017873

RESUBMIT

Please give original
submission date as file date.

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We have received your document for AFFINITI BUILDING, L.P. and your check(s) totaling \$1753.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Under the present law, Florida limited partnerships may not use the suffix "L.P." Please use LTD., LIMITED, or LIMITED PARTNERSHIP.

The certificate states a principal place of business for the partnership, which it must do, but it MUST ALSO state a MAILING ADDRESS for the partnership.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 799A00039172

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CERTIFICATE OF LIMITED PARTNERSHIP OF

AFFINITI BUILDING, LIMITED PARTNERSHIP

* * * * *

We, the undersigned, desiring to form a partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620.101 et seq. of the Florida Statutes, certify:

1. The name of the firm under which the partnership is to be conducted is AFFINITI BUILDING, LIMITED PARTNERSHIP.

2. The character of the business intended to be transacted by the partnership is commercial rental real estate.

3. The location of the principal place of business is to be at 6421 Congress Avenue, Suite 115, in the City of Boca Raton, Florida.

4. The name and place of residence of each general partner interested in the partnership are as follows:

Name	Place of Residence
CHARRETTE ENTERPRISES, INC. a Florida corporation	6421 Congress Avenue, #115 Boca Raton, FL 33487

89900005553

5. The name and place of residence of each limited partner interested in the partnership are as follows:

Name	Place of Residence
GREGORY W. EDWARDS, TRUSTEE OF THE MFK TRUST #1	560 Golden Harbour Drive Boca Raton, FL 33484
CHARRETTE ENTERPRISES, INC., a Florida corporation	6421 Congress Avenue, #115 Boca Raton, FL 33487
BRIAN J. COLLINS and EVA SPARTHAN- COLLINS, as tenants by the entireties	755 Granada Drive Boca Raton, FL 33432

5. The partnership is to begin on the 18th day of June, 1999, and the time at which is the partnership is to end is the 30th day of June, 2040.

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[Handwritten signature]

6. The amount of cash and a description of, and agreed value of, the other property contributed by each partner is as follows:

CHARRETTE ENTERPRISES, INC. a Florida corporation	\$ 2,400
GREGORY W. EDWARDS, TRUSTEE OF THE MFK TRUST #1	\$189,600
BRIAN J. COLLINS and EVA SPARTHAN- COLLINS, as tenants by the entireties	\$ 24,000
CHARRETTE ENTERPRISES, INC. a Florida corporation	\$ 24,000

7. The limited partners may make such additional contributions to the capital of the partnership as may from time to time be agreed upon by the general partners and the limited partners in proportion to their respective ownership interests.

8. The time agreed on when the contribution of each limited partner is to be returned is upon dissolution.

9. The share of the profits or any other compensation by way of income which each partner shall receive by reason of his contribution is as follows:

CHARRETTE ENTERPRISES, INC. a Florida corporation	1%
GREGORY W. EDWARDS, TRUSTEE OF THE MFK TRUST #1	79%
BRIAN J. COLLINS and EVA SPARTHAN- COLLINS, as tenants by the entireties	10%
CHARRETTE ENTERPRISES, INC. a Florida corporation	<u>10%</u>
	100%

15. The address of the office of the limited partnership is 6421 Congress Avenue, Suite 115, Boca Raton, FL

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33487. The agent for service of process is STUART S. ROSENTHAL
ESQ., whose address is 404 East Atlantic Boulevard, Suite 101
Pompano Beach, FL 33060.

16. The latest date upon which the limited partnership
is to dissolve is June 30, 2040.

IN WITNESS, the undersigned have executed this
certificate this 31 day of July, 1999.

CHARRETTE ENTERPRISES, INC.
A Florida Corporation,
GENERAL PARTNER

BY: 

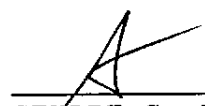
MITCHELL F. KUNIK
President

J:\WORK\SSR\Affiniti\CERTIFICATE OF LP

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for AFFINITI BUILDING LIMITED PARTNERSHIP a Florida Limited Partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT:

BY: 
STUART S. ROSENTHAL, ESQ.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

RECORDED & INDEXED
99 AUG - 8
OFFICE OF THE CLERK OF THE
STATE OF FLORIDA
CORPORATIONS

BEFORE ME, the undersigned personally appeared MITCHELL KUNIK, President of CHARRETTE ENTERPRISES, INC., a Florida corporation, constituting the sole General Partner of AFFINITE BUILDING LIMITED PARTNERSHIP a Florida Limited Partnership, hereinafter referred to as the "Partnership", of the City of Boca Raton, Florida, who upon being duly sworn, certified as follows:

1) The amount of capital contributions to the Partnership made by each Limited Partner are as follows:

GREGORY W. EDWARDS, TRUSTEE OF THE MFK TRUST #1	\$189,600
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BRIAN J. COLLINS and EVA SPARTHAN- COLLINS, as tenants by the entireties	\$ 24,000
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CHARRETTE ENTERPRISES, INC., a Florida corporation	\$ 24,000
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2) The amount of additional capital contributions anticipated to be contributed by each Limited Partner are as follows:

GREGORY W. EDWARDS, TRUSTEE OF THE MFK TRUST #1	\$ -0-
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BRIAN J. COLLINS and EVA SPARTHAN- COLLINS, as tenants by the entireties	\$ -0-
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CHARRETTE ENTERPRISES, INC., a Florida corporation	\$ -0-
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FURTHER AFFIANT SAYETH NAUGHT.

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.

Dated this 31 day of July, 1999.

GENERAL PARTNER:

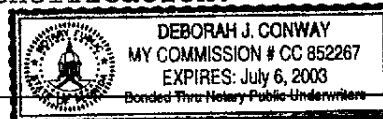
CHARRETTE ENTERPRISES, INC.
A Florida corporation,

BY: [Signature]

President

STATE OF FLORIDA)
) S
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 31st day of July, 1999, by MITCHELL F. KUNIK, President of CHARRETTE ENTERPRISES, INC. corporation or on behalf of the corporation. He is personally known to me or who has produced _____ as identification.



Typed printed or stamped name of NOTARY
Commission # _____

J:\WORK\SSR\Affiniti\AFF OF CAPITAL CONTRIBUTIONS