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NEWFILINGS	AMENDMENTS	
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NonProfit	Resignation of R.A., Officer/Dire	ector
Limited Liability	Change of Registered Agent	
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Other	Merger	
Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	RECEIVED 99 SEP -8 AM 10:23 DEPARTMENT OF STATE STYLISION OF CORPORATIONS TALLAHASSEE, FLORIDA 99 SEP -8 AM 10:23
CR2E031(1/95)	•	Examiner's Initials

CERTIFICATE OF LIMITED PARTNERSHIP

OF

WEINTRAUB FAMILY LIMITED PARTNERSHIP

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986) and Section 620.108 of the Florida Statutes, the undersigned, being the sole General Partner of **WEINTRAUB FAMILY LIMITED PARTNERSHIP**, hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

- 1. Name. The name of the limited partnership is WEINTRAUB FAMILY LIMITED PARTNERSHIP.
- 2. Address. The business address and the mailing address of the limited partnership is c/o Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida, 33131.
- 3. <u>Registered Agent.</u> The name of the registered agent for service of process is Corporation Company of Miami, a Florida corporation, c/o Louis Nostro, Esquire.
- 4. Address; Registered Agent. The street address for the registered agent is c/o Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida, 33131.
- 5. Records Office. The records office of the Limited Partnership is c/o Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida, 33131.
- 6. Term. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2045.

 Page 0000 79571
- 7. Name and Address of General Partner. The name of the general partner is Weintraub Family Corporation, a Florida corporation, and the address of the corporation is c/o Louis Nostro, Esquire, Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida, 33131.

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

Signed this 7th day of September, 1999.

WEINTRAGER FAMILY CORPORATION, a Florida/corporation:

ALBERT WEINTRAUB, President of Weintraub Family Corporation, a Florida corporation, General Partner of Weintraub Family Limited Partnership

STATE OF FLORIDA	
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 7th day of September, 1999 by Albert Weintraub, President of Weintraub Family Corporation, a Florida corporation, General Partner of Weintraub Family Limited Partnership, on behalf of the corporation. He is personally known to me and did not take an oath.

LOUIS NOSTRO

SOLUTION MY Comm Exp. 1/19/2003

No. CC 802646

Personality Known 1) Other 1.D.

Kouis Mostro NOTARY PUBLIC

Louis Nostro

Typed or Printed Name of Notary

My commission expires: 1/19/03

Serial No., if any?! 8 02646

MIADOCS 282110.1 DAS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

IN THE MATTER OF WEINTRAUB FAMILY LIMITED PARTNERSH

BEFORE ME, the undersigned, constituting the sole general partner of WEINTRAU FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, certifies as follows:

- The initial Limited Partners of WEINTRAUB FAMILY LIMITED PARTNERSHIP, a Florida limited partnership, have contributed property valued at \$20,000,000 to the Partnership as their initial capital contributions.
- The initial Limited Partners anticipate making no additional capital contributions other than the contributions stated above.

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.

> WEINTRAUB FAMILY CORPORATION, a Florida copporation: ALBERT WEINTRAUB, President of Weintraub Family Corporation, a Florida corporation, General Partner of Weintraub Family Limited Partnership

STATE OF FLORIDA

)SS:

COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 7th day of September, 1999 by ALBERT WEINTRAUB, President of WEINTRAUB FAMILY CORPORATION, a Florida corporation, in his capacity as the sole general partner of WEINTRAUB FAMILY LIMITED PARTNERSHIP. The aforesaid ALBERT WEINTRAUB personally appeared before me, is personally known to me or produced as identification and [did] [did not] take an oath.

[NOTARIAL SEAL]

LOUIS NOSTRO My Comm Exp. 1/19/2003 No. CC 802646. Personally Known [] Other LD. Print Name: 10413NO Notary Public, State of Florida

MIADOCS 282116.1 DAS

CERTIFICATE OF ACCEPTANCE OF APPOINTMENT IN THE MATTER OF WEINTRAUB FAMILY LIMITED PARTNERSHI

I, CORPORATION COMPANY OF MIAMI, hereby certify that on the 7th day of September, 1999, I accepted the appointment as Registered Agent of the above-entitled limited partnership in accordance with Chapter 620 of the Florida Statutes.

FURTHERMORE, that the office for the Registered Agent in this state is located at c/o Shutts & Bowen, LLP, 1500 Miami Center, 201 South Biscayne Boulevard, Miami, Florida, 33131.

IN WITNESS WHEREOF, I have hereunto set my hand this 7th day of September, 1999.

CORPORATION COMPANY OF MIAMI

Louis Nostro, Esquire

Registered Agent

MIADOCS 282491.1 DAS