

A99000000/686



ACCOUNT NO. : 072100000032

REFERENCE : 412779 83648A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 14, 1999

ORDER TIME : 9:56 AM

ORDER NO. : 412779-005

CUSTOMER NO: 83648A

CUSTOMER: Michael P. Gable, Esquire
MICHAEL P. GABLE, ESQ
MICHAEL P. GABLE, ESQ
Suite 735 S
4000 Hollywood Boulevard
Hollywood, FL 33021

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 14 PM 1:44

DOMESTIC FILING

NAME: MIAMI TWO INDUSTRIAL, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

300003014463--5
-10/14/99-01035--022
****140.00 ****140.00

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

MJH

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

RECEIVED
99 OCT 14 AM 10:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
MIAMI TWO INDUSTRIAL, LTD.,
a Florida Limited Partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the partnership is Miami Two Industrial, Ltd.
2. The address of the partnership is 6601 N.W. 14th Street, Suite One, Plantation, Florida, 33313.
3. The name and address of the agent for service of process on the partnership are Michael P. Gable, 4000 Hollywood Boulevard, Suite 735 South Tower, Hollywood, Florida 33021.
4. The name and business address of the sole General Partner are Sara Toobies, Inc., 6601 N.W. 14th Street, Suite One, Plantation, Florida 33313. 799000073590
5. The mailing address of the partnership is 6601 N.W. 14th Street, Suite One, Plantation, Florida 33313.
6. The latest date upon which the partnership shall dissolve is October 11, 2049.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of Miami Two Industrial, Ltd., this 12 day of October, 1999.

SARA TOOBIES, INC.

By: 

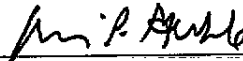
Steven J. Cooperman, President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Miami Two Industrial, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby declare to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT



Michael P. Gable
4000 Hollywood Boulevard
Suite 735 South Tower
Hollywood, FL 33021-6755
(954-966-2501)

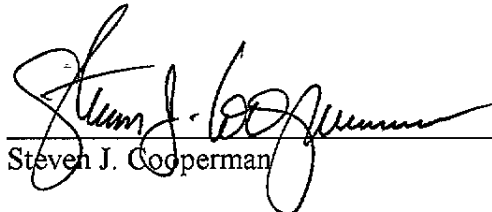
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Steven J. Cooperman, as President of Sara Toobies, Inc., the sole General Partner of Miami Two Industrial, Ltd. (the "Partnership"), who upon being duly sworn, certified as follows:


1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, \$1,000.00.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.



Steven J. Cooperman

Sworn to and subscribed before me on this 12 day of October, 1999 by Steven J. Cooperman, who is personally known to me.



Signature of Notary Public

ANGELA G. JOHNSON

Typewritten name of Notary Public

My commission expires:

