



THE UNITED STATES
CORPORATION
COMPANY

99000001703

ACCOUNT NO. : 072100000032

REFERENCE : 414958 11758A

AUTHORIZATION :

COST LIMIT : \$ 1837.50

Patricia Pzyto

ORDER DATE : October 15, 1999

ORDER TIME : 11:07 AM

7000003016147--8

ORDER NO. : 414958-010

CUSTOMER NO: 11758A

CUSTOMER: Jeffrey S. Wachs, Esq
DOUMAR ALLSWORTH CURTIS CROSS
DOUMAR ALLSWORTH CURTIS CROSS
1177 Southeast Third Avenue

Fort Lauderdale, FL 33316

DOMESTIC FILING

NAME: BIG LOTS PLAZA LIMITED

EFFECTIVE DATE:

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: Janna Wilson

EXAMINER'S INITIALS:

FILED
99 OCT 18 PM 2:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
99 OCT 15 PM 2:23
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

File 2nd

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BIG LOTS PLAZA LIMITED

THE UNDERSIGNED, constituting the General Partner of the BIG LOTS PLAZA LIMITED, a Florida Limited partnership, hereby files its Certificate of Limited Partnership in accordance with Chapter 620, Florida Statutes, as follows:

1. Name of the Partnership. BIG LOTS PLAZA LIMITED

2. The address of the office of the Partnership is.

1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316

3. Name and addresses of the agent for the service of process on the Partnership is.

JOHN W. PERLOFF, ESQ.
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316

4. Name and business address of the General Partner is.

paq-91192 BIG LOTS PLAZA CORP.
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316

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TALLAHASSEE FLORIDA

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5. Mailing address of the Partnership is.

BIG LOTS PLAZA CORP.
General Partner
1177 S.E. 3rd Avenue
Fort Lauderdale, FL 33316

6. Latest date upon which the Partnership will dissolve.

Will be in accordance with Section 620.157
of the Florida Statute, however, no later than
December 31, 2049.

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

IN WITNESS WHEREOF, the undersigned has duly executed this
Certificate of Limited Partnership of the BIG LOTS PLAZA LIMITED,
this 12th day of October, 1999.

GENERAL PARTNER:

BIG LOTS PLAZA CORP.



By: MIKE YUVAL, President

SECRETARY OF STATE
TALLAHASSEE FLORIDA

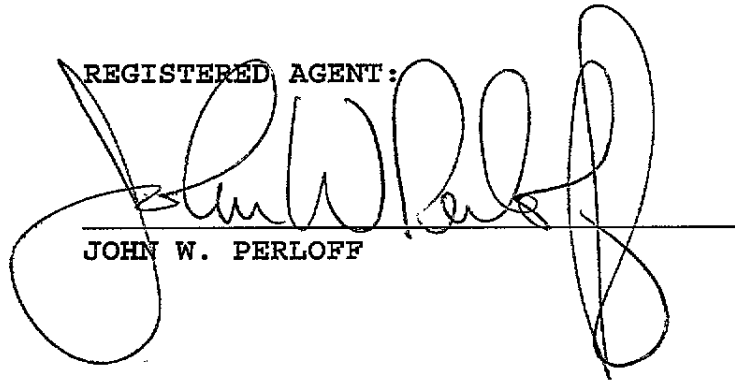
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for BIG LOTS PLAZA LIMITED, a Florida limited partnership ("Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership agree to comply with any and all statutes relative to the complete and proper performance of the duties of a registered agent.

REGISTERED AGENT:

A large, stylized handwritten signature in black ink, appearing to read 'John W. Perloff', is written over a horizontal line.

JOHN W. PERLOFF

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared **MIKE YUVAL**, the President of **BIG LOTS PLAZA CORP.**, the General Partner of the **BIG LOTS PLAZA LIMITED**, a Florida limited partnership, herein referred to as the "Partnership", who, upon being duly sworn, certified as follows:

1. As of the date hereof, the amount of capital contributions to the Partnership made by the Limited Partners is as follows:

\$850,000.00

2. The amount of capital contributions anticipated to be contributed by additional Limited Partners is as follows:


NONE

3. Affiant has executed this Affidavit of Capital Contributions as the duly authorized representative of the General Partner of said Partnership.

FURTHER AFFIANT SAYETH NOT.

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 12th day of October, 1999



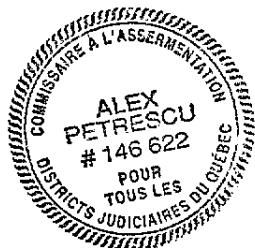
MIKE YUVAL, President

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TALLAHASSEE FLORIDA

PROVINCE
STATE OF QUEBEC)
DISTRICT
COUNTY OF MONTREAL)

SS:

SWORN TO AND SUBSCRIBED before me, the undersigned authority,
by MIKE YUVAL, President and who appeared personally before me and
took an oath, who is personally known to me or who produced his
N/A as identification, on
this 12th day of October, 1999.



Alex Petrescu

Notary Public

Print Name: Alex Petrescu

My Commission Number: _____

My Commission Expires: May 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA