

CAPITAL CONNECTION, INC.
417 E. Virginia Ave. Tallahassee, FL 32301
(850) 224-8870 1-800-342-8002 Fax (850) 224-1277

A 99000001774

CC3 Holdings, Ltd

300003028813-5
-10/29/99--01036--002
****385.00 ****148.75

P/S
file
3rd ④

NK 10/29/99

Signature _____

Requested by: CD

Name _____

Date 10-29-99

Time 11:00

Walk-In _____

Will Pick Up _____

____ Art of Inc. File
☒ LTD Partnership File Cert
____ Foreign Corp. File
____ L.C. File
____ Fictitious Name File
____ Trade/Service Mark
____ Merger File
____ Art. of Amend. File
____ RA Resignation
____ Dissolution / Withdrawal
____ Annual Report / Reinstatement
☒ Cert. Copy
____ Photo Copy
☒ Certificate of Good Standing
____ Certificate of Status
____ Certificate of Fictitious Name
____ Corp Record Search
____ Officer Search
____ Fictitious Search
____ Fictitious Owner Search
____ Vehicle Search
____ Driving Record
____ UCC 1 or 3 File
____ UCC 11 Search
____ UCC 11 Retrieval
____ Courier

99 OCT 29 PM 2:26

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 29 AM 10:43

RECEIVED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED
PARTNERSHIP OF
CC3 HOLDINGS, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, hereby states the following:

1. Name of Limited Partnership. The name of the limited partnership is:

CC3 Holdings, Ltd.
(the "Partnership")

2. Address of the Partnership. The office address of the Partnership is located at:

222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

3. Registered Agent and Office. The name and address of the registered agent of the Partnership for service of process pursuant to Section 620.105, Florida Statutes, are:

Regserv Corp.
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

4. Name and Address of the General Partner. The name and address of the sole general partner of the Partnership are:

CC3 Investors, Ltd.
222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

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5. Mailing Address of the Partnership. The mailing address of the Partnership is:

222 Lakeview Avenue, 17th Floor
West Palm Beach, FL 33401

6. Effective Date of Limited Partnership. The effective date of the Partnership shall be the date it is filed with the Secretary of State of Florida.

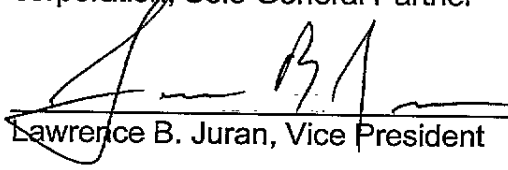
7. Dissolution of the Partnership. The latest date upon which the Partnership is to dissolve is December 31, 2099.

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

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 28th day of October, 1999.

CC3 INVESTORS, LTD., a Florida limited partnership, its Sole General Partner

By: CC3 EQUITY CORPORATION, a Florida corporation, Sole General Partner

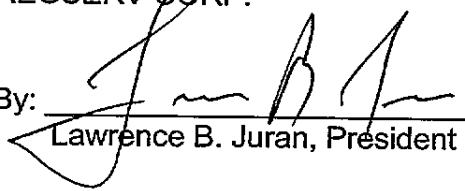
By: 
Lawrence B. Juran, Vice President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN NUMBER 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 28th day of October, 1999.

REGSERV CORP.

By: 
Lawrence B. Juran, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
99 OCT 29 PM 2:26

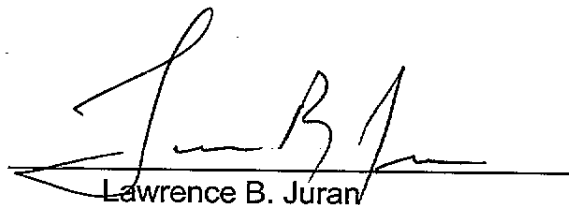
BEFORE ME, the undersigned notary public, personally appeared Lawrence B. Juran, Vice President of CC3 Equity Corporation, a Florida corporation, which is the sole general partner of CC3 Investors, Ltd., a Florida limited partnership, which is the sole general partner of CC3 Holdings, Ltd. (the "Partnership"), whose business address is 222 Lakeview Avenue, 17th Floor, West Palm Beach, FL 33401, who, upon being duly sworn, certified on behalf of the Partnership the following:

1. The amount of capital contributions to the Partnership made by the limited partners is \$10.00.
2. The amount anticipated to be contributed by the limited partners is \$1,000.00.

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: October 28, 1999.


Lawrence B. Juran

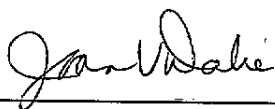
Sworn to and subscribed before me this 28th day of October, 1999 by Lawrence B. Juran, as Vice President of CC3 Equity Corporation, a Florida corporation, on behalf of the corporation. Personally known ☒ or produced _____ as identification.

NOTARY PUBLIC



Joan V. Dalie
MY COMMISSION # CC656228 EXPIRES
July 5, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

(NOTARIAL SEAL)

Sign: 
Print: _____ Joan V. Dalie
State of Florida at Large
My commission expires: _____
Serial Number, if any: _____