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From: Account Name : COHEN, BERKE, BERNSTEIN, BRODIE & KONDELL, P.A.
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FLORIDA LIMITED PARTNERSHIP

GAMM INVESTMENTS, LTD.

Certificate of Status	0
Certified Copy	1
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**CERTIFICATE OF LIMITED PARTNERSHIP OF
GAMM INVESTMENTS, LTD.,
a Florida limited partnership**

The undersigned, as the sole general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620 of the Florida Statutes, hereby states the following:

ARTICLE I.

Name of the Limited Partnership

The name of the Limited Partnership is as follows:

GAMM INVESTMENTS, LTD.

ARTICLE II.

Address of the Limited Partnership

The address of the office of the Limited Partnership is as follows:

**2333 Ponce de Leon Blvd.
Suite 303
Coral Gables, FL 33134**

ARTICLE III.

Registered Agent and Registered Office

The name and address of the agent for service of process on the Limited Partnership is as follows:

**Miguel B. Fernandez
2333 Ponce de Leon Blvd.
Suite 303
Coral Gables, FL 33134**

**Prepared by:
Eileen Trautman, Esq.
Florida Bar No. 184844
Cohen, Berke, Bernstein, Brodie & Kondell, P.A.
2601 S. Bayshore Drive, 19th Floor
Miami, Florida 33133
(305) 854-5900**

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MIAMI, FLORIDA

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**ARTICLE IV.
General Partner**

The name and business address of the sole general partner is as follows:

GAMM INVESTMENTS, INC.
2333 Ponce de Leon Blvd.
Suite 303
Coral Gables, FL 33134

899-97281

**ARTICLE V.
Mailing Address of the Limited Partnership**

The mailing address of the Limited Partnership is as follows:

2333 Ponce de Leon Blvd.
Suite 303
Coral Gables, FL 33134

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TALLAHASSEE, FLORIDA

**ARTICLE VI.
Term of the Limited Partnership**

The term for which the Limited Partnership is to exist is until December 31, 2039, unless sooner dissolved by written consent.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of GAMM INVESTMENTS, LTD. as of the 1 day of November 1999.

General Partner:

GAMM INVESTMENTS, INC.

By: Miguel B. Fernandez President

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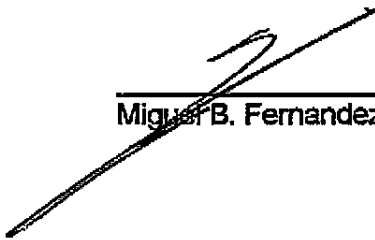
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for **GAMM INVESTMENTS, LTD.**, a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Limited Partnership, hereby agrees to accept service of process for the Limited Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

Dated as of Nov 1, 1999

REGISTERED AGENT:



Miguel B. Fernandez

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The undersigned, Miguel B. Fernandez, President of GAMM INVESTMENTS, INC., being first duly sworn, certifies as follows:

1. The undersigned is the sole general partner of GAMM INVESTMENTS, Ltd., a Florida limited partnership, hereinafter referred to as the "Limited Partnership."
2. The amount of capital contribution anticipated to be contributed by the initial limited partners is \$100,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury the undersigned declares that he has read the foregoing and the facts alleged are true, to the best of his knowledge and belief.

General Partner
GAMM INVESTMENTS, INC.

By: [Signature]
Miguel B. Fernandez, President

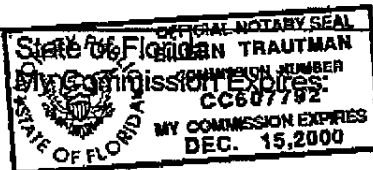
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NOTARY PUBLIC
COHEN BERKE

SWORN TO AND SUBSCRIBED before me as of the 1 day of November 1999, by Miguel B. Fernandez, President of GAMM INVESTMENTS, INC., as the General Partner for GAMM INVESTMENTS, LTD., a Florida limited partnership, who is personally known to me or who has produced N/A as identification.

NOTARY PUBLIC:

Sign: [Signature]

Print: _____



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