

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100, Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8022 • Fax (850) 224-8871

A99000001912

International Place II, Ltd.

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***1846.25 ***1846.25

File Second

Buck -
These people are the
same as International
Place, Ltd.
Any questions, please
call.

Thanks,
Lawer

MR 11/17/99

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

- Art of Inc. File
- LTD Partnership File
- 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 17 PM 4:15

RECEIVED
99 NOV 17 AM 11:14
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**INTERNATIONAL PLACE II, LTD.
A FLORIDA LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP**

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.101, et. seq. of the Florida Statutes, hereby states the following:

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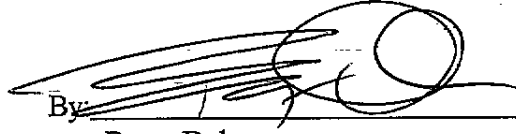
1. The name of the Partnership is INTERNATIONAL PLACE II, LTD.
2. The address of the office of the Partnership is 6400 North Andrews Avenue, Fort Lauderdale, Florida 33309.
3. The name and address of the agent for service of process on the Partnership is BRYAN W. DUKE, ESQUIRE, 6400 North Andrews Avenue, 5th Floor, Fort Lauderdale, Florida 33309.
4. The name and business address of the General Partner is as follows:

P990000836
INTERNATIONAL PLACE II, INC.
6400 North Andrews Avenue
Fort Lauderdale, Florida 33309
5. The mailing address of the Partnership is 6400 North Andrews Avenue, Fort Lauderdale, Florida 33309.
6. The latest date upon which the Partnership shall dissolve is December 31, 2049.
7. The total anticipated Capital Contributions to be paid into the Partnership is and shall be THREE MILLION AND NO/100 (\$3,000,000.00) DOLLARS.

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 by the General Partner of INTERNATIONAL PLACE, LTD. this 15th day of November, 1999.

INTERNATIONAL PLACE II, INC., general partner
of INTERNATIONAL PLACE II, LTD.

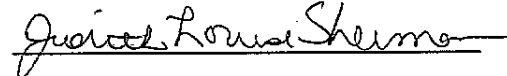
By: 
Bryan Duke,
Vice President

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STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me by Bryan Duke, Vice President of INTERNATIONAL PLACE II, INC., a Florida corporation, as General Partner of INTERNATIONAL PLACE II, LTD., a Florida limited partnership, who is personally known to me.

NOTARY PUBLIC:

Sign: 

Print: _____



Judith Louise Sherman
Commission # CC 798149
Expires FEB. 1, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.

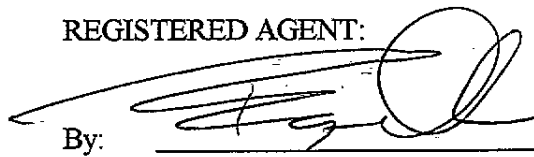
(SEAL)

My commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for INTERNATIONAL PLACE II, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

By: 
BRYAN W. DUKE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of INTERNATIONAL PLACE II, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$3,000,000.00.

No further limited partner contributions are anticipated.

This 15th day of November, 1999.

FURTHER AFFLIANT 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.

INTERNATIONAL PLACE II, INC. general partner
of INTERNATIONAL PLACE II, LTD.

By: _____

Bryan W. Duke
Vice President

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me by Bryan W. Duke, Vice President of INTERNATIONAL PLACE II, INC., a Florida corporation, which is general partner of INTERNATIONAL PLACE II, LTD., a Florida limited partnership, who is personally known to me and who did take an oath.

NOTARY PUBLIC:

Sign: Judith Louise Sherman

Print: _____



Judith Louise Sherman
Commission # CC 798149
Expires FEB. 1, 2003
BONDED THRU
ATLANTIC BONDING CO., INC.

(SEAL)

My Commission Expires:

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DIVISION OF CORPORATIONS
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