

2/29/99 WED 09:46 FAX
Division of Corporations

KIRK PINKERTON

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Account Number : 071670002600
Phone : (941) 364-2409
Fax Number : (941) 364-2490

FLORIDA LIMITED PARTNERSHIP

Star Media Investments, Ltd.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$1,837.50

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FAX AUDIT # H99-33323

CERTIFICATE OF LIMITED PARTNERSHIP
OF
STAR MEDIA INVESTMENTS, LTD.

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Chapter 620, Florida Statutes ("Act"), and being duly sworn, do certify as follows:

Article 1. Name and Address. The name of the Limited Partnership is STAR MEDIA INVESTMENTS, LTD. The mailing address and principal address of the Limited Partnership is 502 Warwick Drive, Venice, Florida 34293.

Article 2. Initial Registered Office and Agent. The street address of the initial Registered Office of the Limited Partnership is 720 South Orange Avenue, Sarasota, Florida 34236, and the name of its initial Registered Agent at that address is David M. Silberstein, Esq.

Article 3. Purpose. The principal purposes and business of the Limited Partnership shall be to acquire, operate, manage, improve, lease, mortgage, sell, joint venture or otherwise exploit such real property and tangible or intangible personal property as the Partnership may acquire; to engage in and transact any lawful business for which limited partnerships may be organized under the Act; and to carry on any other activities as may be necessary or appropriate in connection with or incidental to the foregoing purposes. The further business and purpose of the Limited Partnership

Prepared by: David M. Silberstein, Esq.
Kirk Pinkerton, P.A.
720 South Orange Avenue
Sarasota, Florida 34236
(941) 364-2481
Att'y. Bar #436879

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is to do any or other acts and things as may be necessary, incidental, or convenient to carry on the Limited Partnership's business as contemplated by the Limited Partnership Agreement.

Article 4. General Partners' Names and Addresses. The names and addresses of the General Partners of the Limited Partnership are as follows:


Derek Dunn-Rankin
502 Warwick Drive
Venice, Florida 34293

and

Betty Dunn-Rankin
502 Warwick Drive
Venice, Florida 34293

Article 5. Duration. The Limited Partnership shall commence upon the filing of the Certificate of Limited Partnership and continue until December 31, 2045, unless sooner terminated as provided in the Limited Partnership Agreement.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership of STAR MEDIA INVESTMENTS, LTD. on this 28 day of December, 1999.


DEREK DUNN-RANKIN


BETTY DUNN-RANKIN

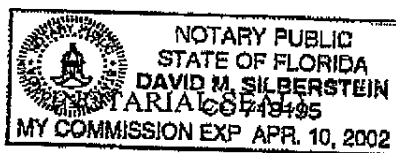
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STATE OF FLORIDA
COUNTY OF SARASOTA

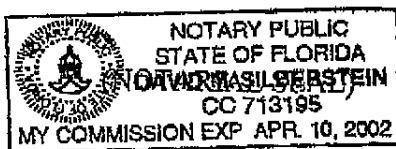
The foregoing instrument was acknowledged before me this 28 day of December, 1999, by DEREK DUNN-RANKIN, as a General Partner of STAR MEDIA INVESTMENTS, LTD. He is personally known to me or has produced as identification and did not take an oath.



[Signature]
* DAVID M. SILBERSTEIN
*(Print Name of Notary Public)
Notary Public - State of Florida
My commission expires _____
Commission Number _____

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 28 day of December, 1999, by BETTY DUNN-RANKIN, as a General Partner of STAR MEDIA INVESTMENTS, LTD. She is personally known to me or has produced as identification and did not take an oath.



[Signature]
* DAVID M. SILBERSTEIN
*(Print Name of Notary Public)
Notary Public - State of Florida
My commission expires _____
Commission Number _____

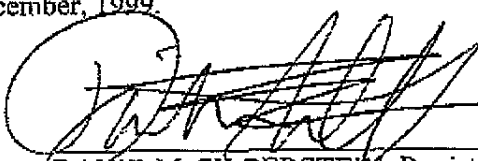
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ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed Registered Agent of STAR MEDIA INVESTMENTS, LTD.,
being familiar with the obligations of such position, hereby accept such appointment, agree to act
in such capacity and accept the obligations proposed by Section 620.192, Florida Statutes.

DATED this 28 day of December, 1999.

DAVID M. SILBERSTEIN, Registered Agent

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments as a Notary Public in the above state, personally appeared DEREK DUNN-RANKIN and BETTY DUNN-RANKIN, the General Partners of STAR MEDIA INVESTMENTS, LTD., a Florida limited partnership, (NOTARY CHOOSE ONE) [☒] who are personally known to me or [] who produced _____ as identification, and having been duly sworn, depose and say as follows:

1. The Limited Partners have not contributed to the capital of the Limited Partnership.
2. No other property has been contributed to the Limited Partnership.
3. The total amount of cash and property anticipated to be contributed by the Limited Partners is \$3,000,000.00.

FURTHER AFFIANT SAITH NAUGHT.

Under the 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.

Signed this 28 day of December, 1999.

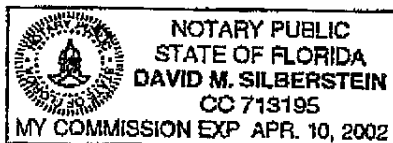
Derek Dunn-Rankin
DEREK DUNN-RANKIN

Betty Dunn-Rankin
BETTY DUNN-RANKIN

David M. Silberstein
Signature of Notary Public

DAVID M. SILBERSTEIN

Print Name of Notary Public and Affix Seal
My Commission Expires: _____



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