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To: Division of Corporations
Fax Number : (850) 922-4003

From:
Account Name : ENGLISH, MCCAUGHAN & O'BRYAN, P.A.
Account Number : 076067004147
Phone : (954) 462-3300
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FLORIDA LIMITED PARTNERSHIP

JS & VS, LTD.

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

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

JS & VS, LTD.

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

1. The name of the partnership is JS & VS, LTD.
2. The street address of the Partnership at which the records of the Partnership shall be kept is: 100 N.E. Third Avenue, Suite 1100, Fort Lauderdale, FL 33301.
3. The name of the Partnership's registered agent is EMO Corporate Services, which has its principal place of business in this state. The street address of the registered agent is 100 N.E. Third Avenue, Suite 1100, Fort Lauderdale, FL 33301.
3. The name and post office address of the general partner is:
JS & VS Management, LLC, a Florida limited liability company
1824 S. Ocean Drive
Ft. Lauderdale, FL 33316 L99-9277
4. The partnership shall be dissolved and its affairs wound up on December 31, 2050, or at such earlier time as is required by law or the Limited Partnership Agreement.

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, the General Partner has executed this Certificate of Limited Partnership, on the 29 day of December 1999.

PREPARED BY:
William T. Coleman, Esq.
FL Bar # 0136415
English, McCaughan & O'Bryan, P.A.
P.O. Box 14098
Ft. Lauderdale, FL 33302
954-462-3300

JS & VS Management, LLC

By: Joseph E. Sirhal, Managing Member

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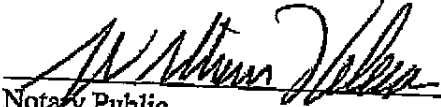
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STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

Before me, a notary public, on this day personally appeared Joseph E. Sirhal, Managing Member of JS & VS Management, LLC, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office on the 29 day of December, 1999.


Notary Public
William T. Coleman
(Printed or stamped name)

My commission expires:



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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of JS & VS, LTD., as made in the foregoing Certificate of Limited Partnership.

EMO CORPORATE SERVICES, INC.

Date: December 29, 1999

By: Patrice A. Hunter
Patrice A. Hunter, Assistant Secretary

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF LIMITED PARTNERSSTATE OF FLORIDA
COUNTY OF BROWARD

The Limited Partners of JS & VS, LTD., Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998 and as Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998, being first sworn state that following is true and correct:

1. That Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998 and as Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998 limited partners in JS & VS, LTD.
2. That Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998, owning a 49 1/2 % interest in JS & VS, LTD. contributed the amount of \$ 495,000 to the limited partnership.
3. That Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998, owning a 49 1/2 % interest in JS & VS, LTD. contributed the amount of \$ 495,000 to the limited partnership.
4. That neither Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998 and Joseph E. Sirhal as Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998 anticipate contributing additional capital to the limited partnership.

Further Affiants Sayeth Naught.

December 29, 1999


Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998 and as Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998

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Before me, a notary public, on this day personally appeared Joseph E. Sirhal, Trustee under the Revocable Trust Agreement of Joseph E. Sirhal dated March 2, 1998 and as Trustee under the Revocable Trust Agreement of Virginia Sirhal dated March 2, 1998, limited partners in JS & VS, LTD., known to me to be the person whose names are subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office on the 29 day of December, 1999.


Notary Public
William T. Coleman
(Printed or stamped name)

My commission expires:



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