

F95000002527

ZENITH PARTNERS L.P.
16182 SW 73RD PLACE
MIAMI, FL 33157
(305) 377-3733
Fax: (305) 234-3554

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 10 AM 9:15

April 23, 1999

Ms. Tammi Cline
Document Specialist
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314

600002868886--3

Re: Zenith Partners L.P.
Reference No. B95000000186

Dear Tammy:

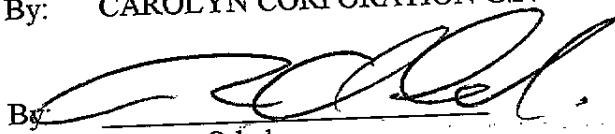
Pursuant to your letter dated April 5, 1999, and further to our recent telephone conversation, this is to formally advise you that in the processing of the Certificate of Reinstatement for Zenith Partners, L.P. you had erroneously processed a Zenith Corporation from Ft. Lauderdale, Federal ID 75-2543148, which has absolutely no ties, connection or affiliation whatsoever with the undersigned. The Federal ID of the undersigned is 65-0590507.

This is also to confirm that you, over the phone, acknowledged this mistake and that you had corrected same on the records of the Florida Department of State.

I trust you will process this reinstatement at your earliest convenience and I thank you for your attention to this matter.

Sincerely yours,

By: CAROLYN CORPORATION G.P.

By: 

Reuven Oded
Its President

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2527
JR 5-10

**RESOLUTION BY BOARD OF DIRECTORS
TO RENOUNCE AN ALTERNATE NAME IN FLORIDA**

I, REUVEN ODED, the undersigned, do hereby certify that
(Name of individual completing form)

CALVIN CORPORATION, an out-of-state corporation, is currently
(Corporate name as it appears in home state)

authorized to transact business in the state of Florida under the alternate name of

FERM CORPORATION
(Alternate name as it appears in Florida)

Because the records of the Florida Department of State indicate that the above referenced corporate name is not in use at this time, the above referenced corporation hereby renounces the resolution it previously filed with the Florida Department of State and resolves to use its corporate name in the state of Florida.

Dated: MAY 6, 1999

[Signature]
Signature of Chairman, Vice Chairman or Officer listed above

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5/6/99