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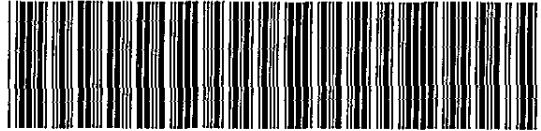
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 323962 7135588

AUTHORIZATION : *Patricia Pizoto*

COST LIMIT : \$ 140.00

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 17, 2003

ORDER TIME : 9:51 AM

ORDER NO. : 323962-010

CUSTOMER NO: 7135588

CUSTOMER: Jonathan Feuerman, Esq.  
Therrel Baisden, P.a.

Suite 2400, Suntrust  
International Center One S.e.  
Miami, FL 33131

DOMESTIC FILING

NAME: STRAWGATE INVESTMENTS, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
STRAWGATE INVESTMENTS, LTD.**

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TALLAHASSEE, FLORIDA

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is STRAWGATE INVESTMENTS, LTD.

2. The address of the office of the Partnership is: 10 Edgewater Drive, #11E, Coral Gables, Florida 33133.

3. The name and address of the agent for service of process on the Partnership is JONATHAN FEUERMAN, ESQ., Therrel Baisden, P.A., SunTrust International Center, One S.E. 3rd Avenue, Suite 2400, Miami, Florida 33131.

4. The name and business address of the corporate General Partner is as follows:

P030000133457

PAT STRAWGATE, INC.  
a Florida corporation  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

5. The mailing address of the Partnership is: 10 Edgewater Drive, #11E, Coral Gables, Florida 33133.

6. The latest date upon which the Partnership shall dissolve is December 31, 2050.

7. The effective date of this Certificate of Limited Partnership shall be upon filing with the Department of State.

8. A conveyance or encumbrance of real property held in the Partnership name, and any other instrument affecting title to real property in which the Partnership has an interest shall be executed in the Partnership name by (a) PRISCILLA STRAWGATE, as President of PAT STRAWGATE, INC., a Florida corporation, as the General Partner of STRAWGATE INVESTMENTS, LTD. or (b) an authorized corporate

officer, of PAT STRAWGATE, INC., a Florida corporation, as General Partner of STRAWGATE INVESTMENTS, LTD.

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 STRAWGATE INVESTMENTS, LTD. this 14 day of November, 2003.

**GENERAL PARTNER**

PAT STRAWGATE, INC., a Florida corporation

By: Priscilla Strawgate  
PRISCILLA STRAWGATE, President

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for STRAWGATE INVESTMENTS, 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: [Signature]  
JONATHAN FEUERMAN

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

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared JONATHAN FEUERMAN, as President of PAT STRAWGATE, INC., a Florida corporation, which is the General Partner of STRAWGATE INVESTMENTS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", JONATHAN FEUERMAN, who upon being fully sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by each Limited Partner is as follows:

PRISCILLA STRAWGATE, TRUSTEE OF       \$ 80.00  
TRUST A CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF       \$ 20.00  
TRUST B CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF       \$ 200.00  
TRUST C CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF       \$ 690.00  
THE PRISCILLA STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000, AS AMENDED  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

Total                                   \$ 990.00

2. The amount of additional capital contributions anticipated to be contributed by each Limited Partner is as follows:

PRISCILLA STRAWGATE, TRUSTEE OF \$ -0-  
TRUST A CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF \$ -0-  
TRUST B CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF \$ -0-  
TRUST C CREATED UNDER THE  
EDWARD M. STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

PRISCILLA STRAWGATE, TRUSTEE OF \$ -0-  
THE PRISCILLA STRAWGATE LIVING  
TRUST U/A JUNE 2, 2000, AS AMENDED  
10 Edgewater Drive, #11E  
Coral Gables, Florida 33133

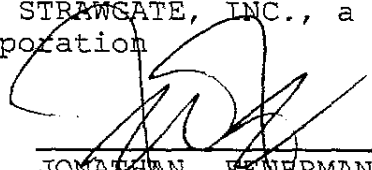
Total \$ -0-

**FURTHER AFFIANT SAITH NAUGHT.**

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.

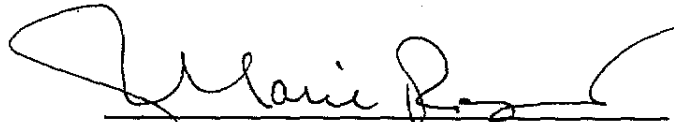
**GENERAL PARTNER:**

PAT STRAWGATE, INC., a Florida corporation

By:   
JONATHAN FEUERMAN, Vice President

Dated: November 24, 2003

The foregoing instrument was acknowledged before me this 24th day of November, 2003, by JONATHAN FEUERMAN, as Vice President of PAT STRAWGATE, INC., a Florida corporation, the General Partner of the Partnership, who is personally known to me or has produced \_\_\_\_\_ as identification.



Notary Public, State of Florida  
at Large

maria Rosado  
Print/Type or Stamp Notary Name  
Commission No. (if any) \_\_\_\_\_

My Commission Expires:

W:\Strawgate\FLP\Affidavit of Cap Cont.wpd

