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February 12, 2001

VIA U.S. MAIL

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700003679117--9
-02/14/01--01073--001
***1837.50 ***1837.50

Re: Shah Family of Central Florida, Ltd.

Dear Sir or Madam:

Enclosed for filing please find the Certificate of Limited Partnership of Shah Family of Central Florida, Ltd. I have also enclosed a check in the amount of \$1837.50 for the filing fees.

Thank you for your immediate attention to this matter. If you have any questions regarding the above please feel free to call.

Sincerely,

Helen Brock Ford
Helen Brock Ford
Paralegal

/hbf
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB 14 AM 10:11

BOCA RATON • FT. LAUDERDALE • MIAMI • ORLANDO • TALLAHASSEE • TAMPA • WEST PALM BEACH

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SHAH FAMILY OF CENTRAL FLORIDA, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partners of SHAH FAMILY OF CENTRAL FLORIDA, Ltd. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be SHAH FAMILY OF CENTRAL FLORIDA, Ltd.
2. The address of the office where records shall be kept shall be 4918 Saint Croix Drive, Tampa, Florida 33629. The name and address of the registered agent for service of process is Chunilal P. Shah, 4918 Saint Croix Drive, Tampa, Florida 33629.
3. The names and addresses of the general partners are:

Chunilal P. Shah and Kanta C. Shah, Co-Trustees of the Chunilal P. Shah Family Trust dated December 11, 2000
4918 Saint Croix Drive
Tampa, Florida 33629

Kanta C. Shah and Chunilal P. Shah, Co-Trustees of the Kanta C. Shah Family Trust dated December 11, 2000
4918 Saint Croix Drive
Tampa, Florida 33629
4. The mailing address of the limited partnership is 4918 Saint Croix Drive, Tampa, Florida 33629.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2050.

This Agreement has been executed by the undersigned this 11th day of December, 2000.

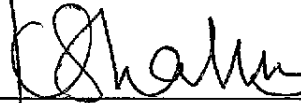
SIGNATURES ON NEXT PAGE

FILED
OFFICE OF STATE
CORPORATIONS
01 FEB 14 AM 10:11

GENERAL PARTNERS:



Chunilal P. Shah, Co-Trustee of the Chunilal P. Shah Family Trust dated December 11, 2000



Kanta C. Shah, Co-Trustee of the Chunilal P. Shah Family Trust dated December 11, 2000



Kanta C. Shah, Co-Trustee of the Kanta C. Shah Family Trust dated December 11, 2000



Chunilal P. Shah, Co-Trustee of the Kanta C. Shah Family Trust dated December 11, 2000

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for SHAH FAMILY OF CENTRAL FLORIDA, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that he is familiar with his statutory obligations as such.



Chunilal P. Shah

Dated this 11th day of December, 2000.

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partners of SHAH FAMILY OF CENTRAL FLORIDA, LTD., and being duly sworn does hereby set forth the following for the purposes of accompanying the filing of the Certificate of Limited Partnership of SHAH FAMILY OF CENTRAL FLORIDA, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$250,000.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNERS:

CHUNILAL P. SHAH FAMILY TRUST,
Dated December 11, 2000

By: *C. Shah*
Chunilal P. Shah, Co-Trustee

By: *K. Shah*
Kanta C. Shah, Co-Trustee

KANTA C. SHAH FAMILY TRUST,
Dated December 11, 2000

By: *K. Shah*
Kanta C. Shah, Co-Trustee

By: *C. Shah*
Chunilal P. Shah, Co-Trustee

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 11th day of December, 2000, by Chunilal P. Shah and Kanta C. Shah, Co-Trustees and co-General Partners, who are personally known to me.

[Signature]
Notary Public
My Commission Expires:

ANTHONY W PALMA
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC958583
EXPIRES 11/23/2004
BONDED THRU ASA 1-888-NOTARY1