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MJH

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : LAWRENCE B. JURAN, P.A.
Account Number : I200000000008
Phone : (561) 630-5055
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FLORIDA LIMITED PARTNERSHIP

SAN MARTIN INVESTORS LIMITED PARTNERSHIP

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE FLORIDA

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**CERTIFICATE OF LIMITED
PARTNERSHIP OF
SAN MARTIN INVESTORS LIMITED PARTNERSHIP**

The undersigned, desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

1. Name of Limited Partnership. The name of the limited partnership is:

San Martin Investors Limited Partnership
(the "Partnership")

2. Address of the Partnership. The office address of the Partnership is located at:

3801 PGA Boulevard, Suite 600
Palm Beach Gardens, Florida 33410

3. Registered Agent and Office. The name and address of the registered agent of the Partnership for service of process pursuant to Section 620.105, Florida Statutes, are:

REGSERV CORP.
3801 PGA Boulevard, Suite 600
Palm Beach Gardens, Florida 33410

4. Name and Address of the General Partner. The name and address of the sole general partner of the Partnership are:

San Martin Equity Investors Limited Partnership
3801 PGA Boulevard, Suite 600
Palm Beach Gardens, Florida 33410

5. Mailing Address of the Partnership. The mailing address of the Partnership is:

3801 PGA Boulevard, Suite 600
Palm Beach Gardens, Florida 33410

6. Effective Date of Limited Partnership. The effective date of the Partnership shall be the date the Certificate is filed with the Secretary of State of Florida.

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7. Dissolution of the Partnership. The latest date upon which the Partnership is to dissolve is December 31, 2103.

The execution of this Certificate of Limited Partnership by the undersigned sole General Partner of the Partnership constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 16th day of December, 2003.

SAN MARTIN EQUITY INVESTORS LIMITED
PARTNERSHIP, a Florida limited partnership, Sole
General Partner

By: SAN MARTIN EQUITY, LLC, a Florida limited
liability company, Sole General Partner

By: 
Patrick J. DiSalvo, Vice President

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN NUMBER 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 16th day of December, 2003.

REGSERV CORP., a Florida corporation

By: 
Lawrence J. Diamond, Vice President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned notary public, personally appeared Patrick J. DiSalvo, Vice President of San Martin Equity, LLC, a Florida limited liability company, which is the sole general partner of San Martin Equity Investors Limited Partnership, a Florida limited partnership, which is the sole general partner of San Martin Investors Limited Partnership (the "Partnership"), whose business address 3801 PGA Boulevard, Suite 800, Palm Beach Gardens, Florida 33410, who, upon being duly sworn, certified on behalf of the Partnership the following:

1. The amount of capital contributions to the Partnership made by the limited partners is \$0.00.
2. The amount anticipated to be contributed by the limited partners is \$1,000.00.

FURTHER AFFIANT SAYETH NOT:

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.

Dated: December 16th, 2003.

SAN MARTIN EQUITY INVESTORS LIMITED
PARTNERSHIP, a Florida limited partnership, Sole
General Partner

By: SAN MARTIN EQUITY, LLC, a Florida limited
liability company, Sole General Partner

By: 
Patrick J. DiSalvo, Vice President

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Sworn to and subscribed before me this 16th day of December, 2003 by Patrick J. DiSalvo, as Vice President of San Martin Equity, LLC, a Florida limited liability company, general partner of San Martin Equity Investors Limited Partnership, on behalf of the Partnership. Personally known X or produced _____ as identification.



Amy Ackard Lowe
MY COMMISSION # CC736023 EXPIRES
May 11, 2004
BONDED THREE THOUSAND DOLLARS

(NOTARIAL SEAL)

NOTARY PUBLIC

Sign: Amy Ackard Lowe
Print: _____
State of Florida at Large
My commission expires: _____
Serial Number, if any: _____