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FLORIDA LIMITED PARTNERSHIP SOUTHERN INVESTMENTS PARTNERS

Southern Investment Group, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
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Electronic Filing Menu

Corporate Filing

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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Socretary of State

April 7, 2005

BROAD AND CASSEL (ORLANDO)

SUBJECT: SOUTHERN INVESTMENT GROUP, LTD. REF: W05000017519

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Florida Dept. of State Electronic Filing
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CERTIFICATE OF LIMITED PARTNERSHIP OF SOUTHERN INVESTMENTS PARTNERS, LTD.

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partner of SOUTHERN INVESTMENTS PARTNERS, LTD. (the "Partnership"), here by submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be SOUTHERN INVESTMENTS PALITNERS, LTD. (the "Partnership").
- 2. The address of the initial office where records shall be kept shall be 1551 Sandspur Ros I, Maitland, Florida 32751. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
 - 3. The names and initial business addresses of the General Partners are:

SOUTHERN INVESTMENT GROUP, L.L.C., a Florida limited liability company 1551 Sandspur Road
Maitland, Florida 32751 (05-33/57

- The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Plor da 32802-4961.
- 5. The latest date upon which the Partnership is to dissolve shall be December 31, 206!.

This Certificate has been executed by the undersigned as of the <u>X</u> day of April, 2005.

GENERAL PARTNER:

SOUTHERN INVESTMENT GROUP, L.L.C., a Florida limited liability company

Michael J. Scianino, Manager

PH 2:40

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for SOUTHERN INVESTMENTS PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its stat very obligations as such, including those obligations contained in §620.192, Florida Statutes.

B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC., a Florida corporation

By: Kristi L. Sullivan,

Dated this Hay of April, 2005.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of SOUTHERN INVESTMENTS PARTNERS, LTI), and being duly sworn do hereby set forth the following for the purpose of accompanying the fill g of the Certificate of Limited Partnership of SOUTHERN INVESTMENTS PARTNERS, LTI), 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 \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and swom to by:

GENERAL PARTNER:

SOUTHERN INVESTMENT GROUP, L.L.C., a Florida limited liability company

By: Michael J. Sciarrino, Manager

Dated this April, 2005.

STATE OF FLORIDA COLINTY OF ORANGE

The foregoing instrument was acknowledged before me this 2 day of April, 2005, by Mic sael J. Sciarrino, as Manager of Southern Investment Group, L.L.C., a Florida limited liability company, as general partner of Southern Investments Partners, Ltd., a Florida limited partnership. He is personally known to me or has produced ________as

iden lifeation and who did did not take an oath

(Signature of Notary Public)

(Typed name of Notary Public) Notary Public, State of Florida Commission No.

My commission expires:

TINA SMITH
Notary Public, State of Florida
'ty comm, exp. Feb. 25, 2006
'crum, No. DD 095158

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