

May-12-2005 04:23 pm

From: RUDEN MCCLOSKEY 1 ST

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Florida Department of State
Division of Corporations
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From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.
Account Number : 076077000521
Phone : (954)527-2428
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05 MAY 12 AM 7:56

DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

Palomino Partners I, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,846.25

05 MAY 12 PM 3:43

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
PALOMINO PARTNERS I, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited partnership, as follows:

1. The name of the limited partnership ("Partnership") is Palomino Partners I, Ltd.
2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") is 630 Maplewood Drive, Jupiter, Florida 33458.
3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is William E. Taylor, 630 Maplewood Drive, Jupiter, Florida 33458.
4. The name of the General Partner of the Partnership is Palomino Partners I, Inc., and the business address of the Partnership is 630 Maplewood Drive, Jupiter, Florida 33458. *P05-69547*
5. A mailing address for the partnership is 630 Maplewood Drive, Jupiter, Florida 33458.
6. The latest date upon which the Partnership is to dissolve is thirty years following the date of filing of this Certificate.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this certificate this *11th* day of May, 2005.

GENERAL PARTNER:

PALOMINO PARTNERS I, INC.

By: *Raymond E. Graziotto*
Raymond E. Graziotto, President

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May-12-2005 04:24pm From-RUDEN MCCLOSKEY 17 FL ST

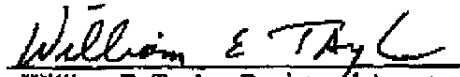
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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of Palomino Partners I, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with and accepts the obligations imposed upon registered agents under the Florida Revised Uniform Limited Partnership act (1986).


William E. Taylor, Registered Agent

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AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
PALOMINO PARTNERS I, LTD.

BEFORE ME, the undersigned, constituting the General Partner of Palomino Partners I, Ltd. ("Partnership"), a Florida limited partnership certifies as follows:

Upon the formation of the Partnership, the limited partners' initial contributions of cash and property to the Partnership have a value of \$50,000.00. The amount of additional capital contributions anticipated to be made by the limited partners has a value of \$3,000,000.00.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

PALOMINO PARTNERS I, INC., a Florida
corporation

By: Raymond E. Graziotto
Raymond E. Graziotto, President