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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036
CONTACT: KYLE L WHITE
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: IHS LEASING, LTD.
AUDIT NUMBER.....H98000000644
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP
CERT. OF STATUS..1 PAGES..... 3
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EST.CHARGE.. \$1,846.25

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CERTIFICATE OF LIMITED PARTNERSHIP
OF
IHS LEASING, LTD.

The undersigned, hereby makes and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. NAME OF PARTNERSHIP. The name of the partnership shall be IHS LEASING, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 1625 Rockdale Loop, Heathrow, Florida 32746, at such other place or places as the General Partner shall from time to time determine.

3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.

Scott C. Thompson
215 N. Eola Drive
Orlando, Florida 32801

4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER.

IHS Management, Inc.
1625 Rockdale Loop
Heathrow, Florida 32746

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This document was prepared by:
James J. Hoctor, Esquire
Florida Bar Number: 0865494
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
P. O. Box 2809
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(407) 843-4600

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5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP.

1625 Rockdale Loop
Heathrow, Florida 32746

6. TERM. The partnership shall be dissolved on December 31, 2027 unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 9th day of January, 1998.

GENERAL PARTNER

IHS MANAGEMENT, INC.,
a Florida corporation

By: *Werner Vogel*
Werner Vogel, President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the capital contributions and the anticipated capital contributions of the Limited Partners of IHS Leasing, Ltd. are \$1,000,000.00.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and the facts stated herein are true and correct.

EXECUTED this 9th day of January, 1998.

GENERAL PARTNER

IHS MANAGEMENT, INC.
a Florida corporation,

By: Werner Vogel
Werner Vogel, President

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ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Scott C. Thompson, accepts his designation as Registered Agent for IHS LEASING, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 9th day of January, 1998.

Scott C. Thompson
Scott C. Thompson
Registered Agent