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FOREIGN LIMITED PARTNERSHIP
GAINSEVILLE GROUP LIMITED PARTNERSHIP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



December 12, 2005

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Division of Corporations

FLORIDA RESEARCH & FILING SERVICES, INC.

SUBJECT: GAINESVILLE GROUP LIMITED PARTNERSHIP
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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.

The name of your corporation is not available in Florida. An out-of-state corporation whose name is not available must adopt an alternate corporate name for use in Florida. The alternate corporate name must contain "Incorporated," "Company," "Corporation," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp." Please enter the alternate corporate name in the space provided in number one of the application.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

- 1 Gainesville Group Limited Partnership
(Name of limited partnership as it is in the home state)
- 2 Gainesville Group Holdings Limited Partnership
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD")
- 3 Michigan (State of Formation) 4 2/25/1977 (Date of Formation)
- 5 NRAI Services, Inc.
(Name of Registered Agent for Service of Process)
- 6 2731 Executive Park Drive, Suite 4
(Street Address of Registered Office)
- Weston (City) Florida 33331 (Zip Code)
- 7 Acceptance by the Registered Agent for Service of Process:
Steve Johnson, asst. secretary
(Agent must sign on this line)
- 8 27750 Stansbury, Suite 200, Farmington Hills, MI 48334
(Address of registered office required in state of formation or, if not required, address of principal office)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Gainesville Group GP LLC, 27750 Stansbury, Suite 200, Farmington Hills, MI 48334
- 10 27750 Stansbury, Suite 200, Farmington Hills, MI 48334
(Office where Names, Addresses and Contributions of Limited Partners are kept)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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12. 27750 Stansbury, Suite 200, Farmington Hills, MI 48334

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(Mailing Address of Limited Partnership)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Signed this 6th day of December, 2005

General Partner

Dennis G. Dembs, Trustee of the Dennis G. Dembs Amended and
STATE OF Michigan Restated Revocable Living Trust u/a/d March 17, 1989,
as amended

COUNTY OF Oakland

On this 6th day of December, 2005

Dennis G. Dembs, Trustee, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Carolyn J. Kelly
(Notary Public Signature)

Carolyn J. Kelly
(Notary's Printed Name)

Seal

My Commission Expires:



Carolyn J. Kelly
Notary Public
Oakland County, Michigan
My Comm. expires: January 7, 2012
Acting in the County of Oakland

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Dennis G. Dembs, Trustee
a general partner of Gainesville Group Limited Partnership, a (an)
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 96,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0

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

Signed this 1 day of December

General Partner
Dennis Dembs, Trustee of The Dennis G. Dembs
Amended and Restated Revocable Living Trust
u/a/d March 17, 1989, as amended

STATE OF Michigan
COUNTY OF Oakland

On this 1st day of December, 2004

Dennis Dembs, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

(Notary Public Signature)

Carolyn J. Kelly
(Notary's Printed Name)

Seal

My Commission Expires:



Carolyn J. Kelly
Notary Public
Oakland County, Michigan
My Comm. expires January 7, 2012
Acting in the County of Oakland

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Lydia Lott

850-842-6446

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12/08/2005 4:26:55 PM

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This is to Certify That

GAINESVILLE GROUP LIMITED PARTNERSHIP

a Michigan limited partnership was formed on February 25, 1997

I FURTHER CERTIFY that the Certificate of Limited Partnership has not been canceled and is in full force and effect as of this date

This certificate is in due form, and made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States



Sent by Facsimile Transmission
864112

In testimony whereof, I have hereunto set my hand, in the City of Lansing, this 8th day of December, 2005

Andrew S. [Signature] Director

Bureau of Commercial Services

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