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JACK B. OWEN, JR., P.A.

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September 19, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-09/23/02--01053--004
***1837.50 ***1837.50

Re: GEM Investments, Ltd.

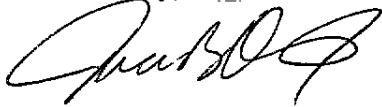
Dear Sir/Madam:

Enclosed please find an original and one photocopy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for the above-captioned limited partnership. I am also enclosing a check in the amount of \$1,837.50 representing payment of the \$1,750.00 maximum filing fee; \$35.00 for registered agent designation; and \$52.50 certified copy fee.

Please file these documents and return the certified copies to me as soon as possible.

Thank you in advance for your assistance in this matter. Please do not hesitate to contact me if you have any questions or need additional information.

Sincerely,



Jack B. Owen, Jr.

JBOjr:rlh

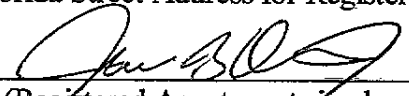
Enclosures

BK

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
GEM INVESTMENTS, LTD.**

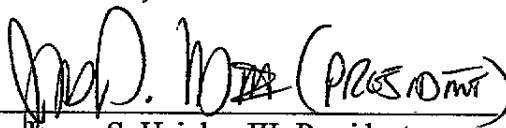
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02 SEP 23 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. GEM Investments, Ltd.
(Name of Limited Partnership; must contain suffix such as "Limited", "Ltd.", "Limited Partnership")
2. 8780 S.W. 100th Street, Miami, Florida, 33176
(The Business Address of the Limited Partnership)
3. Jack B. Owen, Jr.
(Name of Registered Agent for Service of Process)
4. 4500 PGA Boulevard, Suite 206, Palm Beach Gardens, Florida, 33418
(Florida Street Address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. Post Office Box 110477, Naples, Florida, 34108
(The Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is January 1, 2056.
8. Name of general partner: Electritech, Inc. *m03668* Street Address: 8780 S.W. 100th Street
Miami, Florida 33176

Signed this 19th day of September, 2002.

Signature of all General Partners:

ELECTRITECH, INC.

By:  (President)
James S. Haigler, III, President
General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the general partners of GEM Investments, Ltd., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$1,000,000.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,500,000.00.

Signed this 19th day of September 2002.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

GENERAL PARTNER:

ELECTRITECH, INC.

By: James S. Haigler, III, President
James S. Haigler, III, President