

A 04000001058

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

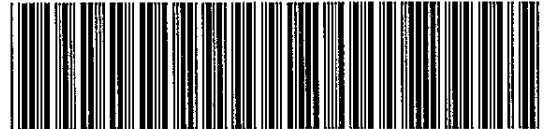
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



200028814392

06/29/04--01039--026 **1837.50

RECEIVED
04 JUN 29 PM 1:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
04 JUN 29 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY
 JUNE 29 2004
 TALLAHASSEE, FLORIDA

June 29, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Schlesinger Investments, Ltd.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

X LP

SCHLESINGER INVESTMENTS, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

FILED
04 JUN 29 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to § 620.108 of the Florida Statutes, the undersigned persons, desiring to form a Florida Limited Partnership, hereby swear to and affirm as follows:

1. The name of the Limited Partnership shall be SCHLESINGER INVESTMENTS, LTD.

2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.

3. The location of the principal place of business is 13650 Deering Bay Drive, Miami, Florida. The name and address of the agent for service of process is ATRIUM REGISTERED AGENTS, INC., 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.

4. The name and business address of the General Partners shall be as follows:

James A. Schlesinger
13650 Deering Bay Drive
Miami, Florida 33158

and

Kathie Z. Schlesinger
13650 Deering Bay Drive
Miami, Florida 33158

5. The mailing address for the Limited Partnership shall be as follows:

SCHLESINGER INVESTMENTS, LTD.
13650 Deering Bay Drive
Miami, Florida 33158

6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Limited Partnership on the 16th day of JUNE, 2004, effective upon filing same with the Florida Department of State.

(SIGNATURES APPEAR ON NEXT PAGE)

SCHLESINGER INVESTMENTS, LTD.

BY: [Signature]
JAMES A. SCHLESINGER, General Partner

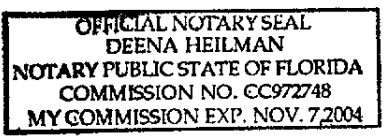
BY: [Signature]
KATHIE Z. SCHLESINGER, General Partner

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 16th day of JUNE, 2004, by JAMES A. SCHLESINGER and KATHIE Z. SCHLESINGER, who did execute the foregoing Certificate of Limited Partnership as General Partners, who are personally known to me, or who have produced N/A as identification, and being first duly sworn, acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

[Signature]
Signature - NOTARY PUBLIC

DEENA HEILMAN
Printed Name of NOTARY PUBLIC



Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for SCHLESINGER INVESTMENTS, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

ATRIUM REGISTERED AGENTS, INC.

BY: *Robert A. Stamen*
ROBERT A. STAMEN, Vice President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared JAMES A. SCHLESINGER and KATHIE Z. SCHLESINGER, the general partners of SCHLESINGER INVESTMENTS, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 2,000,000.00

This 16th day of JUNE, 2004.

FURTHER AFFLIANTS SAYETH NAUGHT.

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

SCHLESINGER INVESTMENTS, LTD.

By: [Signature]
JAMES A. SCHLESINGER, General Partner

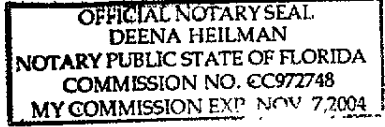
By: [Signature]
KATHIE Z. SCHLESINGER, General Partner

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 16th day of JUNE, 2004, by JAMES A. SCHLESINGER and KATHIE Z. SCHLESINGER, who did execute the foregoing Affidavit of Capital Contributions as General Partners, who are personally known to me, or who have produced N/A as identification, and being first duly sworn, acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

[Signature]
Signature - NOTARY PUBLIC

DEENA HEILMAN
Printed Name of NOTARY PUBLIC



Commission Number