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Division of Corporations

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Florida Department of State
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Account Name : MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.
Account Number : I19990000133
Phone : (904) 354-2050
Fax Number : (904) 354-5842

FLORIDA LIMITED PARTNERSHIP

Ahern Investments, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$1,785.00

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 4, 2000

MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

SUBJECT: AHERN INVESTMENTS, LTD.
REF: W00000000176

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.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6094.

Agnes Lunt
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JAN -4 PM 3:00**CERTIFICATE OF LIMITED PARTNERSHIP OF
AHERN INVESTMENTS, LTD.**

The undersigned, in order to form a limited partnership (the "Partnership") in accordance with Sections 620.105, 620.108, and 620.114 of the Florida Statutes, certifies the following:

1. The name of the Partnership is Ahern Investments, Ltd.
2. The street address and mailing address of the principal place of business of the Partnership in the state of Florida is 2215 South 3rd Street, #101, Jacksonville Beach, Florida 32250.
3. The name and address of the initial registered agent of the Partnership in the state of Florida is Ahern Investments, Inc., ^{Florida Doc. #P00000000717.} 2215 South 3rd Street, #101, Jacksonville Beach, Florida 32250.
4. The name and address of the general partner of the Partnership is as follows:

NameAddress

Ahern Investments, Inc.
Doc # P00000000717

2215 South 3rd Street, #101
Jacksonville Beach, Florida 32250

5. The term for which the Partnership is to exist as a limited partnership shall commence on the date of filing and shall continue until December 31, 2050, unless sooner dissolved in accordance with the Agreement of Limited Partnership of Ahern Investments, Ltd., or by an act event specified by law as one effecting dissolution.

IN WITNESS WHEREOF, the undersigned, on behalf of the general partner, has executed this Certificate of Limited Partnership this 20 day of Dec., 1999.

AHERN INVESTMENTS, INC., a Florida
corporation

By: 

Fred L. Ahern Sr.

Its: President

"GENERAL PARTNER"

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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00 JAN -4 PM 3:00

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DUVAL

Fred L. Ahern, Sr., as Incorporator of Ahern Investments, Inc., a Florida corporation, being duly sworn, says that Ahern Investments, Inc., is the general partner of Ahern Investments, Ltd. (the "Limited Partnership") and that the sum of One Million Eight Hundred Thirty-Five Thousand and No/100 U.S. Dollars (\$1,835,000) shall be contributed as capital to the Limited Partnership by the limited partners of said Limited Partnership. It is anticipated that a total of One Million Eight Hundred Thirty-Five Thousand and No/100 U.S. Dollars (\$1,835,000) will be contributed to the Limited Partnership by the limited partners as capital.

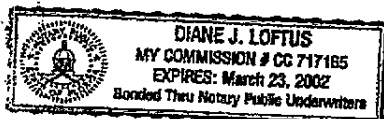
AHERN INVESTMENTS, INC., a Florida corporation

By Fred L. Ahern, Sr.
Fred L. Ahern, Sr., President
Its Incorporator

"GENERAL PARTNER"

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 20 day of Dec., 1999, by Fred L. Ahern, Sr. He (X) is personally known to me or () has produced _____ as identification.



Diane J. Loftus
Notary Public, State of Florida
Print: Diane J. Loftus
My Commission expires: 3/23/2002
Commission No.: CC 717165

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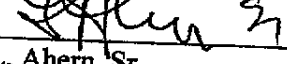
**CERTIFICATE OF ACCEPTANCE OF
DESIGNATION OF REGISTERED AGENT OF
AHERN INVESTMENTS, LTD.**

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DIVISION OF STATE
CORPORATIONS
00 JAN -4 PM 3:00

Pursuant to Sections 620.105 and 620.192, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon AHERN INVESTMENTS, Ltd., a limited partnership organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited partnership, and does hereby agree to comply with any and all statutes relative to the proper performance of the duties of Registered Agent, including the maintenance of a Registered Office, which such Registered Office is located at 2215 South 3rd Street, #101, Jacksonville Beach, Florida 32250.

IN WITNESS WHEREOF, the undersigned, on behalf of the designated Registered Agent, has hereunto set his hand and seal at Jacksonville, Duval County, Florida, on this 20 day of Dec., 1999.

AHERN INVESTMENTS, INC., a
Florida corporation

By 
Fred L. Ahern, Sr.
Its President

"REGISTERED AGENT"