

Berger
Davis &
Singerman
Attorneys At Law

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May 31, 2000

HAND DELIVERY

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Haugen Family Limited Partnership**
Our File No. 2601.007

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-06/01/00--01015--018
***1785.00 ***1785.00


00 JUN - 1 AM 8:00
DIVISION OF CORPORATIONS
STATE OF FLORIDA

Dear Sir or Madam:

Enclosed for filing are Certificate of Limited Partnership and Affidavit of Capital Contribution for the above-referenced proposed limited partnership and check in the amount of \$1,785.00. Please return proof of filing to the undersigned.

Sincerely,

BERGER DAVIS & SINGerman


Robin L. Goldston
Paralegal

Enc.

cc: Roger K. Haugen, M.D.
Daniel F. McEntee, C.P.A.
James B. Davis, Esq.

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DIVISION OF CORPORATIONS
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to Section 620.108, Florida Statutes, the undersigned, being the sole General Partner, desiring to form a Florida limited partnership, does hereby swear and affirm as follows:

1. The name of the Limited Partnership is Haugen Family Limited Partnership.
2. The office of the Limited Partnership is at 2848 N.E. 27th Street, Fort Lauderdale, Florida, 33306, and the name and address of the agent for service of process is James B. Davis, Esq., at Berger Davis & Singerman, 350 E. Las Olas Boulevard, Suite 1000, Fort Lauderdale, Florida, 33301.

3. The name and business address of the sole General Partner are:

Haugen Investments, Inc.
2848 N.E. 27th Street
Fort Lauderdale, Florida 33306

P00000050222

4. The mailing address of the Limited Partnership is:

2848 N.E. 27th Street
Fort Lauderdale, Florida 33306

5. The latest date upon which the Limited Partnership is to dissolve is seventy-five (75) years from the date of the recording of this Certificate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 18th day of May, 2000.

GENERAL PARTNER:

HAUGEN INVESTMENTS, INC.

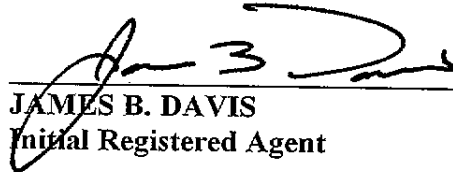
By: Roger K. Haugen
ROGER K. HAUGEN
President

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JUN -1 AM 8:00

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of HAUGEN FAMILY LIMITED PARTNERSHIP as made in the foregoing Certificate of Limited Partnership and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of HAUGEN FAMILY LIMITED PARTNERSHIP

Date: May 18, 2000


JAMES B. DAVIS
Initial Registered Agent

STATE OF FLORIDA
DIVISION OF CORPORATIONS
JUN - 1 AM 8:00

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared **ROGER K. HAUGEN**, as President of **HAUGEN INVESTMENTS, INC.**, the sole General Partner of **HAUGEN FAMILY LIMITED PARTNERSHIP**, a Florida limited partnership ("Partnership"), who, upon being sworn, certified as follows:

The amount of the capital contributions of the Limited Partners to the Partnership and the amount anticipated to be contributed by them is Three Million Dollars (\$3,000,000.00).

Dated this 18th day of May, 2000.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

HAUGEN INVESTMENTS, INC.

By: Roger K. Haugen
ROGER K. HAUGEN
President

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OFFICE OF THE CLERK
STATE OF FLORIDA
JUN - 1 AM 8:00