Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

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From:

Account Name : KALISH & WARD, P.A.

Account Number : 076245002115 Phone : (813)222-8730 Fax Number : (813)222-8701

FLORIDA LIMITED PARTNERSHIP

CLEARVIEW TELEPLACE TAMPA, LTD.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$140.00

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8/24/00

CERTIFICATE OF LIMITED PARTNERSHIP

CLEARVIEW TELEPLACE TAMPA, LTD.

The undersigned sole General Partner, intending to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes Chapter 620, hereby states as follows:

1. The name of the Limited Partnership is:

CLEARVIEW TELEPLACE TAMPA, LTD.

2. The business address of the Limited Partnership is:

> 6700 Citicorp Drive Tampa, Florida 33619

3. The name of the Registered Agent for service of process on the Limited Partnership is:

RONALD G. HOCK, ESQ.

The street address of the Registered Agent for service of process on the Limited Partnership is:

> Kalish & Ward, P.A. Bank of America Plaza, Suite 4100 101 E. Kennedy Boulevard Tampa, Florida 33602-5152

5. The mailing address of the Limited Partnership is:

> 2000 E. Lamar Boulevard, Suite 150 Arlington, Texas 76006

6. The latest date upon which the Limited Partnership is to be dissolved is:

December 31, 2049

Prepared and filed by: Ronald G. Hock, Esq. Kalish & Ward, P.A. 101 E. Kennedy Slvd., Ste. 4100 Tampa, FL 33602 Tel No.: (813) 222-8700

rax No: (813) 222-8701 Florida Bar No. 435473

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CERTIFICATE OF LIMITED PARTNERSHIP CLEARVIEW TELEPLACE TAMPA, LTD.

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7. The name and street address of the General Partner are:

CLEARVIEW TELEPLACE TAMPA, L.L.C.

2000 E. Lamar Boulevard, Suite 150 Arlington, Texas 76006

8. The effective date of this Certificate of Limited Partnership shall be its date of filing by the State of Florida Department of State.

UNDER PENALTIES OF PERJURY, I declare that I have read the foregoing Certificate of Limited Partnership, know the contents thereof, and know that the facts stated herein are true and correct.

DATED: August 27, 2000 GENERAL PARTNER:

CLEARVIEW TELEPLACE TAMPA, L.L.C.

By:

Mike Starcher, Vice President

ON AUG 24 PM 4: 00
SECRETARY OF STATE

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CERTIFICATE OF LIMITED PARTNERSHIP CLEARVIEW TELEPLACE TAMPA, LTD.

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for CLEARVIEW TELEPLACE TAMPA, LTD., a Florida limited partnership (the "Limited Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Limited Partnership, hereby agree to accept service of process for the Limited Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

DATED: August 24, 2000

REGISTERED AGENT:

RONALD G. HOCK, ESO.

SECRETARY OF STATE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

CLEARVIEW TELEPLACE TAMPA, LTD.

The undersigned sole General Partner of CLEARVIEW TELEPLACE TAMPA, LTD., a Florida limited partnership (the "Limited Partnership"), hereby certifies as follows:

- 1. The amount of capital contributions to date of the Limited Partner totals Nine Hundred and Ninety Dollars (\$990.00).
- 2. The amount contributed and anticipated to be contributed by the Limited Partner at this time totals Nine Hundred and Ninety Dollars (\$990.00).

FURTHER AFFIANT SAYETH NOT.

UNDER PENALTIES OF PERJURY, I declare that I have read the foregoing Affidavit of Capital Contributions, know the contents thereof, and know that the facts stated herein are true and correct.

DATED: August 23 2000

GENERAL PARTNER:

CLEARVIEW TELEPLACE TAMPA, L.L.C.

Mike Starcher, Vice President

viac Scatcher, vice President

121560/August 23, 2000 RHOCK/32028.00-2202

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