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| Venamerica Florida Limit                         | ed Partnership   | ***************************************               |
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|  | CERT ~ 52.50/  | 3000035288536<br>01/09/01-01002-013                   |
| ( ) Profit<br>( ) Nonprofit                      | () Amendment   | ****735.00 ****735.00<br>() Merger                    |
| () Foreign                                       | () Dissolution/Withdrawal () Reinstatement                     | () Mark   |
| (v) Limited Partnership<br>() LLC                | () Annual Report<br>() Name Registration<br>() Fictitious Name | () Other<br>() Change of RA<br>() UCC                 |
| ( ) Certified Copy                               | () Photocopies   | () <b>9800035288536</b><br>-01/12/0101017004          |
| () Call When Ready<br>(x) Walk In<br>() Mail Out | () Call If Problem () Will Wait                                | () After 4:30******52.50<br>(x) Pick Up               |
| Name<br>Availability<br>Document                 | 1/8/01   | Order#: 3502864 A S S S S S S S S S S S S S S S S S S |
| Examiner<br>Updater                              | <del>-</del> ·   | Ref#:   |
| Verifier<br>W.P. Verifier                        |  | Amount: \$  |

My 1/8/

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

A CCH LEGAL INFORMATION SERVICES COMPANY



# FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 9, 2001

**C T CORPORATION SYSTEM** 

TALLAHASSEE, FL

SUBJECT: VENAMERICA FLORIDA LIMITED PARTNERSHIP

Ref. Number: W01000000590

We have received your document for VENAMERICA FLORIDA LIMITED PARTNERSHIP and your check(s) totaling \$735.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$735.00 payment.

The Registered Agent MUST SIGN the acceptance statement in Item 5.

Also, please note that we cannot accept "UNSURE" in the second item on your affidavit.

You must declare an actual money amount. The filing fee you will be required to pay will be based on this amount.

Also, the limited partnership will be required to file a SUPPLEMENTAL AFFIDAVIT if the actual amount of limited partner contributions ever increases beyond this amount.

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) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 901A00001194

R.A. Signature attached. Please backdate to 1/8/01 and issue a restricted copy. (They did not originally request a c.c.)

Tranks, Egg

O1 JAN 10 PH 12: 30

## CERTIFICATE OF LIMITED PARTNERSHIP

| 2. 8725 NW 18th Terrace, Suite 206, Miami, F<br>(Business add  | dress of Limited Partnership)  |
|--|--|
|  | 400  |
|  | CA MANAGEMENT, INC.  |
| (Name of Register  | red Agent for Service of Process)  |
| 4 ( AW C   | Section of the control of the contro |
| 4. c/o Alliance Commercial, 8725 NW 18th T (Florida street   | address for Registered Agent)  |
| Valoret and  |  |
| s. partico Catto Vo  | (  |
| (Registered Agent must sign here to accep  | t designation as Registered Agent for Service of Process)  |
| / 00053777104 m  |  |
| <ol> <li>8725 NW 18th Terrace, Suite 206, Miami, F<br/>(Mailing Address)</li> </ol>  | R. 33172<br>ess of the Limited Partnership)  |
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|  |  |
| . The latest date upon which the Limit   | ted Partnership is to be dissolved is: 1/1/2006  |
| 7. The latest date upon which the Limit  | ted Partnership is to be dissolved is: 1/1/2006  |
| 7. The latest date upon which the Limit  3. Name(s) of general partner(s):   | ted Partnership is to be dissolved is: 1/1/2006  Street address:   |
| 3. Name(s) of general partner(s):  | Street address:  |
|  | ·<br>  |
| 3. Name(s) of general partner(s):  | Street address:  |
| 3. Name(s) of general partner(s):  | Street address:  8725 NW 18th Terrace, Suite 206   |
| 3. Name(s) of general partner(s):  | Street address:  8725 NW 18th Terrace, Suite 206   |
| 3. Name(s) of general partner(s):  | Street address:  8725 NW 18th Terrace, Suite 206   |
| S. Name(s) of general partner(s):  Venamerica Management, Inc.   | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172   |
| Name(s) of general partner(s):  Venamerica Management, Inc.  () () () () () () () () () () () () () (  | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know  |
| S. Name(s) of general partner(s):  Venamerica Management, Inc.   | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know  |
| Name(s) of general partner(s):  Venamerica Management, Inc.  (Inder penalties of perjury I (we) declar contents thereof and that the facts stated  | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know  |
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| Name(s) of general partner(s):  Venamerica Management, Inc.  Under penalties of perjury I (we) declared the facts stated ligned this day of January  | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know  |
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| Name(s) of general partner(s):  Venamerica Management, Inc.  Under penalties of perjury I (we) declared that the facts stated and that the facts stated day of January signature of all general partners:  | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know d herein are true and correct.   |
| Name(s) of general partner(s):  Venamerica Management, Inc.  Under penalties of perjury I (we) declared that the facts stated and that the facts stated day of January lignature of all general partners:  Comparison of the state | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know  |
| Name(s) of general partner(s):  Venamerica Management, Inc.  Under penalties of perjury I (we) declared that the facts stated and that the facts stated day of January signature of all general partners:  | Street address:  8725 NW 18th Terrace, Suite 206  Miami, Fl. 33172  re that I (we) have read the foregoing and know d herein are true and correct.   |

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of

VENAMERICA FLORIDA LIMITED PARTNERSHIP, a Florida Limited

Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$ 100,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 450 0,000.

This 5<sup>TH</sup> day of January, 2001.

### FURTHER AFFIANT SAYETH NOT.

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

Robert L. Cambo, General Partner