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FLORIDA LIMITED PARTNERSHIP

FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP

Certificate of Status	0
Certified Copy	0
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**CERTIFICATE OF LIMITED PARTNERSHIP OF
FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP,
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, hereby states:

1. The name of the limited partnership is FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP.
2. The business address of the limited partnership is 1029 Wrens Gate, Mundelein, IL 60060.
3. The name of the Registered Agent for Service of Process on the limited partnership is Roxanne K. Beilly, Esq.
4. The Florida street address for the Registered Agent is 350 E. Las Olas Boulevard, Suite 1700, Fort Lauderdale, FL 33301.
5. ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP, a Florida limited partnership, I hereby agree to act in that capacity, and on behalf of the limited partnership, 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.


Roxanne K. Beilly, Esq.

6. The mailing address of the limited partnership is 1029 Wrens Gate, Mundelein, IL 60060.
7. The latest date upon which the limited partnership is to be dissolved is December 31, 2010.
8. The general partner is Menon Consulting Partners, Inc., 1029 Wrens Gate, Mundelein, IL 60060.
Pol-25662

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed this 12th day of March 2001.

Menon Consulting Partners, Inc.

By: 

Frank Menon, President

ROXANNE K. BEILLY, ESQ., FLA. BAR #851450
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301 Phone No.: (954) 763-1200

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting the general partner of FOUNDATION BRIDGE FUND LIMITED PARTNERSHIP, a Florida limited partnership, certifies:

The amount of capital contributions to date of the limited partners is \$100.00.

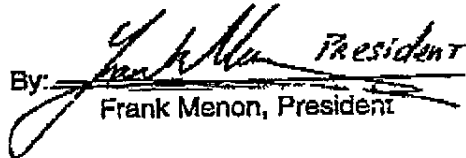
The total amount contributed and anticipated to be contributed by the limited partners at this time is \$5,000,000.

Signed this 12th day of March 2001.

Under penalties of perjury, we declare that we have read the foregoing and know the contents thereof and that the facts stated therein are true and correct.

Signed this 12th day of March 2001.

Menon Consulting Partners, Inc.

By:  President
Frank Menon, President

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