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ACCOUNT NO. : 072100000032

REFERENCE : 214953 7057A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 10, 2001

ORDER TIME : 10:05 AM

ORDER NO. : 214953-005

CUSTOMER NO: 7057A

CUSTOMER: Ms. Eleanor B. Halperin
Levy Kneen Mariani Curtin
Kornfeld & Del Russo
Suite 1000
1400 Centrepark Boulevard
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: RIVER LENDERS II, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carla E. Lohi - EXT. 1132

EXAMINER'S INITIALS: _____

BK

FILED
01 JUL 10 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

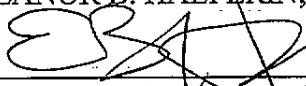
RECEIVED
01 JUL 10 AM 11:30
DIVISION OF CORPORATION

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*****44.75 *****44.75

CERTIFICATE OF LIMITED PARTNERSHIP

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The Name of the Limited Partnership is: RIVER LENDERS II, LTD.
2. The Business address of the Limited Partnership is:
6823 VISTA PARKWAY NORTH, WEST PALM BEACH, FLORIDA 33411
3. The Name of the Registered Agent for Service of Process is:
ELEANOR B. HALPERIN, ESQ.
4. 

Signature of Registered Agent accepting designation as Registered Agent for Service of Process
5. The Florida street address for the Registered Agent is:
1400 CENTREPARK BLVD., SUITE 1000, WEST PALM BEACH, FL 33401
6. The Mailing Address of the Limited Partnership is:
6823 VISTA PARKWAY NORTH, WEST PALM BEACH, FLORIDA 33411
7. The latest date upon which the Limited Partnership is to be dissolved is:
JANUARY 1, 2051.
8. The name and address of the General Partner is:

C.H. Consulting, Inc 6823 VISTA PARKWAY NORTH
WEST PALM BEACH, FL 33411

800000103016

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

Signed this 9th day of July, 2001.

Signature of General Partner
C.H. Consulting, Inc., a Florida corporation

By: 
Chris Heine, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*The undersigned constituting all of the general partners of RIVER LENDERS II, LTD,
Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is \$600,000.00

The total amount contributed and anticipated to be contributed by the limited partners at
this time totals \$600,000.00.

Signed this 9th day of July, 2001.

FURTHER AFFIANT SAYETH NOT.

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

C.H. Consulting, Inc., a Florida corporation

By: CH 7 L
Chris Heine, President