CT CORPTION Y 1000000 609 CORPORATION(S) 1 **BGI Partners-Cooper Creek Limited Partnership** A UUV 653 () Profit () Amendment () Merger () Nonprofit () Foreign () Dissolution/Withdrawal () Mark () Reinstatement imited Partnership () Annual Report () Other () Name Registration () Change of RA () Fictitious Name () JUCC Certified Copy () Photocopies /CUS () Call When Ready () Call If Problem () After 4:30 (x) Walk In () Will Wait (x) Pick Up () Mail Out 12/11/01 Name Order#: 4949444 Availability 700004719987--5 Document -12/12/01--01020--001 Examiner Ref#: \*\*\*\*148.75 \*\*\*\*148.75 Updater Verifier W.P. Verifier Amount: \$

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The Amount Jue 272-1092

SCOMPANY On Unis filing A A CCH LEGAL INFORMATION SERVICES COMPANY

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

CERTIFICATE OF LIMITED PARTNERSHIP

	1. BGI Partners-Cooper Creek Limited Partner	Shin E			
	(Name of Limited Partnership; must contain a suffix such as "Lin	nited", "Ltd.", or "Limited Parioership")			
	1.6				
	2. 1 So. School Avenue, Suite 500, Sarasota, (Business address of Limited Par	Florida 34237			
	(Dusiness address of Limited Far	mersnip)			
	3 Scott D. Bradley	P			
(Name of Registered Agent for Service of Process)					
	4 1 So. School Avenue. Suite 500, Sarasota.	Florida 34237			
(Flertda street address for Registered Agent)					
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)  6. Scott D. Bradley. 1 So. School Avenue. Suite 500, Sarasota, Florida 34237  (Mailing Address of the Limited Partnership)					
			7. The latest date upon which the Limited Partnership is to be dissolved is: perpetual term		
			8. Name(s) of general partner(s): Street address:		
			Larry P. Lieberman, Trustee of 1 Sq. School Avenue Suito 50		
	Larry P. Lieberman Family Trust	<u>So. School Avenue, Suite 5</u> 00 arasota, Florida 34237			
	U/A/D May 2, 1991 as Amended by	arasota, Proriga 34237			
	Restatement of Trust dated				
	August 1, 1997				
Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.		read the foregoing and know the			
		nd correct.			
the same of the sa					
	Signed this/// day of _December	<u> 2001</u> -			
Signature of all general partners:					
	General Partner	General Partner			
	Lar	TY P. Lieberman, Trustee of Larry P.			
	General Partner	bermin Family Trust U/A/D May 2,			
	199	Of as Amended by Restatement of Trust			
	General Partner dat	ed August 1, 1997			
	General Partifer	General Partner			

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The understand constitution III Co	SE SE LO		
the ger	neral partners of BGI Partners-Cooper treek o		
Limited Partnership	Service S		
a Florida Limited Partnership, certify:	,		
The amount of capital contributions to date	of the limited name : a		
	of the limited partners is \$ 1,000 00		
The total amount contributed and anticipate	ed to be contributed by the limited partners at this time		
totals \$ 1,000.00			
Signed this			
FURTHER AFFIANT SAYETH NOT.			
Under the penalties of perjury I (we) declard contents thereof and that the facts stated her	e that I (we) have read the foregoing and know the rein are true and correct.		
General Partner	X // W W		
General Partner	Larry P. Lieberman, Trustee of Larry P. Lieberman Trustee of Larry P. Lieberman Family Trust U/A/D May 2, 1991		
General Partner	General Days		
	as Amended by Restatement of Trust dated August 1, 1997		
General Partner	General Partner		