



A02000000243

ACCOUNT NO. : 072100000032

REFERENCE : 412534 7160058

AUTHORIZATION :

Patricia Figueira

COST LIMIT : \$ 1837.50

FILED
02 FEB 25 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : February 25, 2002

ORDER TIME : 10:36 AM

ORDER NO. : 412534-010

300005000523--7

CUSTOMER NO: 7160058

CUSTOMER: Joanne Capuano, Legal Asst
David J. Wiener, P.a.

One North Clematis Street
Suite 305
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: VENTANA PARTNERS, LTD.

*****FILE 2ND*****

(3)

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: _____

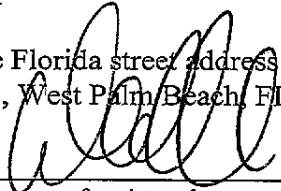
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

02 FEB 25 AM 11:22

RECEIVED

CERTIFICATE OF LIMITED PARTNERSHIP

FILED
02 FEB 25 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited partnership is Ventana Partners, Ltd.
2. The business address of the limited partnership is One North Clematis Street, Suite 305, West Palm Beach, FL 33401.
3. The registered agent for service of process is Ventana Partners, Inc., a Florida corporation.
4. The Florida street address for the registered agent is One North Clematis Street, Suite 305, West Palm Beach, FL 33401.
5. 
(signature of registered agent who accepts designation as registered agent for service of process)
6. The mailing address of the limited partnership is One North Clematis Street, Suite 305, West Palm Beach, FL 33401.
7. The latest date upon which the limited partnership is to be dissolved is December 31, 2050.
8. The name of the General Partner is Ventana Partners, Inc., a Florida corporation. The street address of the General Partner is One North Clematis Street, Suite 305, West Palm Beach, FL 33401.

PO2000020865

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 22nd day of February, 2002.

Signature of General Partner:

Ventana Partners, Inc., a Florida corporation



By: Larry Bernick
Its: Vice President

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

FILED
02 FEB 25 PM 1:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, constituting the sole General Partner of Ventana Partners, Ltd., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$320,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,920,000.00.

Signed this 22nd day of February, 2002.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

Signature of General Partner:

Ventana Partners, Inc., a Florida corporation



By: Larry Bernick

Its: Vice President