

CT CORPORATION

A02000000585

CORPORATION(S) NAME

FILED  
02 APR 17 PM 4:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2) CMS Carrollwood Associates, Limited Partnership

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04/17/02-01060-015  
\*\*\*1793.75 \*\*\*1793.75

BK

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|---|---|---|
| <input type="checkbox"/> Profit                         | <input type="checkbox"/> Amendment              | <input type="checkbox"/> Merger             |
| <input type="checkbox"/> Nonprofit                      |   |   |
| <input type="checkbox"/> Foreign                        | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark               |
|   | <input type="checkbox"/> Reinstatement          |   |
| <input checked="" type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report          | <input type="checkbox"/> Other              |
| <input type="checkbox"/> LLC                            | <input type="checkbox"/> Name Registration      | <input type="checkbox"/> Change of          |
|   | <input type="checkbox"/> Fictitious Name        | <input type="checkbox"/> UCC                |
| <input type="checkbox"/> Certified Copy                 | <input type="checkbox"/> Photocopies            | <input checked="" type="checkbox"/> CUS     |
| <input type="checkbox"/> Call When Ready                | <input type="checkbox"/> Call If Problem        | <input type="checkbox"/> After 4:30         |
| <input checked="" type="checkbox"/> Walk In             | <input type="checkbox"/> Will Wait              | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out                       |   |   |

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W.P. Verifier \_\_\_\_\_

Ref#: \_\_\_\_\_

Amount: \$ \_\_\_\_\_

*Silo Sixth*

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02 APR 17 PM 4:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

## CERTIFICATE OF LIMITED PARTNERSHIP

1. CMS Carrollwood Associates, Limited Partnership  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. c/o CMS Affiliated Partnerships, One Bala Plaza, Suite 412, Bala Cynwyd, PA 19004  
(Business address of Limited Partnership)
3. C T Corporation System  
(Name of Registered Agent for Service of Process)
4. c/o C T Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324  
(Florida street address for Registered Agent)  
C T Corporation System
5. By: Korri A. Behler KORRI A. BEHLER  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process) Special Assistant Secretary
6. c/o CMS Affiliated Partnerships, One Bala Plaza, Suite 412, Bala Cynwyd, PA 19004  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: September 1, 2026
8. Name(s) of general partner(s): \_\_\_\_\_ Street address: \_\_\_\_\_

CMS Carrollwood Partners, L.P.

c/o CMS Affiliated Partnerships

One Bala Plaza, Suite 412

Bala Cynwyd, PA 19004

*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.*

Signed this 15th day of April, 2002

Signature of all general partners:

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

CMS Carrollwood Partners, L.P., General Partner

By: CMS Entrepreneurial IV Associates, L.P., its General Partner

By: MSPS Entrepreneurial IV, Inc., its General Partner

John S. Green  
General Partner

By: John S. Green, Vice President

\_\_\_\_\_  
General Partner

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

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TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of \_\_\_\_\_

CMS Carrollwood Associates, Limited Partnership

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 7,000,000

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 3,880,500

Signed this 15th day of April, 2002

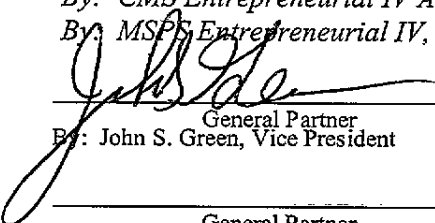
FURTHER AFFIANT SAYETH NOT.

*Under the 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.*

CMS Carrollwood Partners, L.P., General Partner

By: CMS Entrepreneurial IV Associates, L.P., its General Partner

By: MSPS Entrepreneurial IV, Inc., its General Partner

  
General Partner  
By: John S. Green, Vice President

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner