

UPS

✓ **A02000000679**

April 9, 2002

Att: Brenda Tadlock
Corporation Division
Secretary of State
409 East Gaines Street
Tallahassee FL 32399

100005504401--9
-05/13/02--01002--016
*****52.50 *****52.50

re: Certificate of Limited Partnership for
Emeritus, Ltd., as trustee

100005504401--9
-05/13/02--01002--017
*****35.00 *****35.00

Dear Brenda,

Enclosed are Certificate of Limited Partnership and
Affidavit of Capital Contributions completed along with
a check for the \$52.50 minimum filing fee and the \$35
registered agent fee. ✓

Would you please send us a certificate under seal in
the enclosed UPS pack pre addressed and labeled. ✓

If you have any questions, you may reach us at 888-225-
1047 any time. ✓

Thank you for your cooperation and assistance.

Sincerely,

M. Segall

M. Segall

Name	all 5/13
Availability	all
Document Examiner	all
Updater	
Updater Verifier	
Acknowledgement	
N. P. Verifier	

all
5/13
FLCP
Wed
002-13639

100005504401--9
-05/14/02--01037--016
*****8.75 *****8.75

FF \$52.50
RA 35.00
cert 8.75

02 MAY 13 PM 12:41
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

1. Emeritus, Ltd., as trustee
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 6940 Golden Gate Pkwy, Naples FL 34105
(Business address of Limited Partnership)

3. Mort Segall
(Name of Registered Agent for Service of Process)

4. 6940 Golden Gate Pkwy Naples FL 34105
(Florida street address for Registered Agent)

5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 6940 Golden Gate Pkwy, Naples FL 34105
(Mailing Address of the Limited Partnership)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 13 PM 12:11

7. The latest date upon which the Limited Partnership is to be dissolved is: 4/9/2007

8. Name(s) of general partner(s): _____ Street address: _____

Cheryl Lamkins 6940 Golden Gate Pkwy, Naples, FL 34105

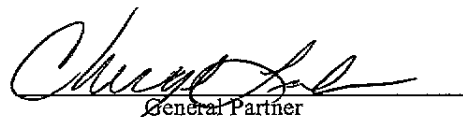
Mort Segall 6940 Golden Gate Pkwy, Naples, FL 3410

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 10th day of May, 2002, _____.

Signature of all general partners:


General Partner


General Partner

General Partner

General Partner

General Partner

General Partner

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

The undersigned constituting all of the general partners of _____
Emeritus, Ltd., as trustee

a Florida Limited Partnership, certify:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 13 PM 12:41

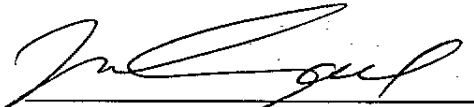
The amount of capital contributions to date of the limited partners is \$ 100.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 7,500.00

Signed this 10th day of May, 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.*


General Partner


General Partner

General Partner

General Partner

General Partner

General Partner