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ACCOUNT NO. : 072100000032

REFERENCE : 595996 5127346

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 24, 2002

ORDER TIME : 1:16 PM

ORDER NO. : 595996-010

CUSTOMER NO: 5127346

CUSTOMER: Rita M. Burdo, Legal Asst
Sonnenschein Nath & Rosenthals

Suite 1102
777 South Flagler Drive
West Palm Beach, FL 33401

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-05/24/02--01060--010
*****25.00 *****25.00

DOMESTIC FILING

NAME: CASS INVESTMENTS LLLP

EFFECTIVE DATE:

XX STATEMENT OF QUALIFICATION
CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

FILED RECEIVED
02 MAY 24 PM 3:34
02 MAY 24 PM 2:08
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

CASS INVESTMENTS LIMITED PARTNERSHIP
STATEMENT OF QUALIFICATION FOR
FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP

02 MAY 24 PM 3:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited partnership as identified in the records of the Florida Department of State is CASS INVESTMENTS LIMITED PARTNERSHIP and its Florida Document Number is _____ (the "Partnership").

2. The suffix adopted for the Partnership is "LLLP."

3. The new name of the Partnership is "Cass Investments, LLLP."

4. The street address of its chief executive office is 8413 Egret Meadow Lane, West Palm Beach, Florida 33412.

5. The street address of its principal office in Florida is 8413 Egret Meadow Lane, West Palm Beach, Florida 33412.

6. The Partnership hereby elects to be a limited liability limited partnership.

7. The effective date of this filing shall be as of the date this document is filed with the Florida Department of State.

8. The name and Florida street address of the Partnership's agent for service of process is RONALD A. CASS, 8413 Egret Meadow Lane, West Palm Beach, Florida 33412.

The execution of this Statement of Qualification for Florida Limited Liability Partnership as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 23 day of May, 2002.

GENERAL PARTNER:

THE TC TRUST u/t/a dated December 13, 1997

By: _____

Leonard J. Cass, Co-Trustee

The execution of this Statement of Qualification for Florida Limited Liability Partnership as a partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signed this 23 day of May, 2002.

By Teresa Lynn Elliot Cass
Teresa Lynn Elliot Cass, Co-Trustee

Cass.Cass Investments Limited Partnership Statement of Qualification.wpd

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02 MAY 24 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA