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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 601861 7103152

AUTHORIZATION : *Patricia Pizante*

COST LIMIT : \$ 1785.00

ORDER DATE : May 30, 2002

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

ORDER TIME : 11:09 AM

ORDER NO. : 601861-005

CUSTOMER NO: 7103152

CUSTOMER: Harold J. Webre, Esq
Goodlette Coleman & Johnson,
P.a.
Suite 300
4001 Tamiami Trail North
Naples, FL 34103

BK

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DOMESTIC FILING

NAME: BLUE BELL-MERIDIAN PARTNERS,
LTD.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

RECEIVED
02 MAY 30 PM 12:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

100005651441--6

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

CERTIFICATE OF LIMITED PARTNERSHIP

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TALLAHASSEE, FLORIDA
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TALLAHASSEE, FLORIDA

1. Blue Bell-Meridian Partners, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 1166 Dimock Lane, Naples, Florida 34110
(Business address of Limited Partnership)

3. Harold J. Webre, Esquire
(Name of Registered Agent for Service of Process)

4. Goodlette, Coleman & Johnson, 4001 Tamiami Tr. N, Suite 300, Naples, Florida
(Florida street address for Registered Agent)

5. Harold J. Webre, Esquire
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 1166 Dimock Lane, Naples, Florida 34110
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: December 31 2030

8. Name(s) of general partner(s):	Street address:
<u>BBMP, LLC, a Florida limited liability company</u>	<u>1166 Dimock Lane</u>
<u>LO2000017242</u>	<u>Naples, FL 34110</u>
_____	_____
_____	_____

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 28th day of May, ~~19~~ 2002.

Signature of all general partners:	BBMP, LLC, a Florida limited liability company
_____	By: <u>[Signature]</u>
General Partner	_____ General Partner
_____	<u>Alan T. Schiffman,</u>
General Partner	<u>Its Managing Member</u>
_____	_____ General Partner
General Partner	_____ General Partner

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

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The undersigned constituting all of the general partners of _____

Blue Bell-Meridian Partners, Ltd.

a Florida Limited Partnership, certify:

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TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$ 2 million

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 4 million

Signed this 28 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.

BBMP, LLC, a Florida limited liability company

By: [Signature] X
General Partner

Alan T. Schiffman, its Managing Member

General Partner

General Partner

General Partner

General Partner

General Partner