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June 4, 2002

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Secretary of State
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

Re: Trust Management Resources, Ltd. Limited Partnership Agreement

Dear Sir/Madam:

Enclosed herein please find an original and one (1) copy of Affidavit of Capital Contributions, Certificate of Limited Partnership of Trust Management Resources, Ltd. and Acceptance of Appointment as Registered Agent. Also enclosed is our check, payable to the Florida Department of State, in the amount of \$140.00, representing payment of the filing fee and one (1) certified copy.

Kindly file the aforementioned documents and return certified copies to the undersigned as soon as possible.

Thank you for your cooperation and assistance in this matter.

Very truly yours,

KUPFER, KUPFER & SKOLNICK, P.A.

Virginia Grant
Virginia Grant
Legal Assistant

/vg

Enclosures: As stated

APPROVED
AND
FILED
02 JUN -7 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
20-10-07

CERTIFICATE OF LIMITED PARTNERSHIP
OF
TRUST MANAGEMENT RESOURCES, LTD.

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is Trust Management Resources, Ltd.
2. The address of the office of the Partnership is 204 Aragon Avenue, Coral Gables, Florida 33134.
3. The name and address of the agent for service of process on the Partnership is Robert H. Stern, 204 Aragon Avenue, Coral Gables, Florida 33134.
4. The name and business address of the sole general partner is Sentry Resource Management, Inc., a Florida corporation, 204 Aragon Avenue, Coral Gables, Florida 33134. *PAR 000108006*
5. The mailing address of the Partnership is 204 Aragon Avenue, Coral Gables, Florida 33134.
6. The latest date upon which the Partnership shall dissolve is May 31, 2022.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of Sentry Resource Management, Inc. this 29 day of May, 2002.

GENERAL PARTNER:

Sentry Resource Management, Inc.

By: *[Signature]*
Name: Robert H. Stern

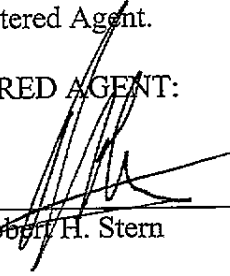
02 MAY -7 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory Registered Agent for Trust Management Resources, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

REGISTERED AGENT:


Name: Robert H. Stern

ATTORNEY
AND
FILED

02/29/07 PM 12:07

CLERK OF STATE
TALLAHASSEE, FLORIDA

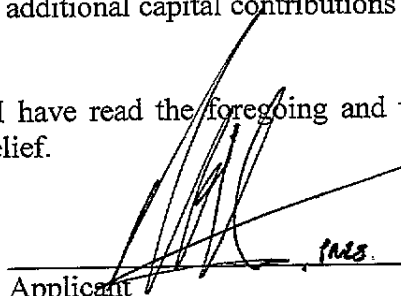
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF ~~DADE~~ Broward

BEFORE ME, the undersigned authority, personally appeared Robert H. Stern, President of Sentry Resource Management, Inc., a Florida corporation, the sole general partner of Trust Management Resources, Ltd., (the "Partnership"), who, upon being duly sworn, certifies as follows:

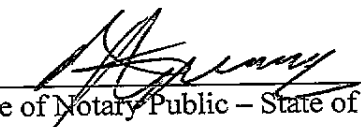
1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Four Thousand Nine Hundred Fifty and No/100 (\$4,950.00).
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

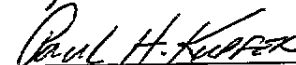


Applicant
Robert H. Stern, President

Sworn to (or affirmed) and subscribed before me this 29 day of May, 2002, by Robert H. Stern, of Sentry Resource Management, Inc., a Florida corporation, on behalf of the corporation and who is personally known or who has produced _____ as identification.



Signature of Notary Public – State of Florida



(Print, Type or Stamp Commissioned Name of Notary Public)

(SEAL)



Paul H. Kupfer
Commission # CG 866465
Expires Oct. 10, 2003
Bonded Thru
Atlantic Bonding Co., Inc.