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FLORIDA LIMITED PARTNERSHIP
LEWIS CAPITAL LIMITED PARTNERSHIP

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
LEWIS CAPITAL LIMITED PARTNERSHIP**

STATE OF FLORIDA
COUNTY OF MANATEE

THIS CERTIFICATE is made this 14th day of June, 2002, by LEWIS CAPITAL LLC as the General Partner of the LEWIS CAPITAL LIMITED PARTNERSHIP, a Florida limited partnership.

1. NAME: The firm name and style under which the partnership is conducted shall be the LEWIS CAPITAL LIMITED PARTNERSHIP.

2. PLACE OF BUSINESS ADDRESS AND MAILING ADDRESS: The principal place of business and mailing address of the Limited Partnership is:

4555 Ainsley Place
Sarasota, Florida 34234

3. GENERAL PARTNERS ADDRESS: The name and business address of the General Partner is as follows:

LEWIS CAPITAL LLC
4555 Ainsley Place
Sarasota, Florida 34234

4. REGISTERED AGENT: The name and address of the Registered Agent is as follows:

Sara Peeler Lewis
4555 Ainsley Place
Sarasota, Florida 34234

5. LATEST DATE OF DISSOLUTION: The latest date upon which the Limited Partnership is to be dissolved is December 31, 2052.

This Instrument Prepared By:
Joseph L. Najmy, Esq. (FBN: 0847283)
Porges, Hamlin, Knowles & Prouty, P.A.
1205 Manatee Ave. W.
Bradenton, FL 34205

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6. AFFIDAVIT OF CAPITAL CONTRIBUTIONS: An Affidavit of Capital Contribution of the Limited Partners is attached hereto and incorporated herein.

LEWIS CAPITAL LLC, a Florida limited liability company, as General Partner of Lewis Capital Limited Partnership

By: [Signature]
Clifton T.P. Lewis, as President and Member of Lewis Capital LLC

REGISTERED AGENT:

I, Sara Peeler Lewis, accept the designation by the LEWIS CAPITAL LIMITED PARTNERSHIP, to serve as REGISTERED AGENT for the Partnership on the day and year first above written.

By: [Signature]
Sara Peeler Lewis, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 14th day of June, 2002, by Clifton T.P. Lewis, as a President and Member of the LEWIS CAPITAL LLC, as General Partner of the LEWIS CAPITAL LIMITED PARTNERSHIP, a Florida limited partnership, on behalf of the company and the partnership. She/he is personally known to me or produced _____ as identification.

[Signature]
Notary Public, State of Florida



Versha S Maigur
My Commission CC968409
Expires December 17, 2004

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AFFIDAVIT OF CAPITAL CONTRIBUTIONSSTATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the General Partner of the LEWIS CAPITAL LIMITED PARTNERSHIP, a Florida limited partnership, did swear and affirm as follows:

The amount of capital contributions to date of the Limited Partners is \$2,000.00.

The total amount anticipated to be contributed by the Limited Partners is \$20,000,000.00, including all contributions received to date.

This 14th day of June, 2002.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury the undersigned does declare that he/she has read the foregoing and that the facts alleged are true, to the best of his/her knowledge and belief.

LEWIS CAPITAL LLC, a Florida limited liability company, as General Partner of Lewis Capital Limited Partnership

By: [Signature]
Clifton T.P. Lewis, as President and Member of Lewis Capital LLC

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 14th day of June, 2002, by Clifton T.P. Lewis, as a President and Member of the LEWIS CAPITAL LLC, as General Partner of the LEWIS CAPITAL LIMITED PARTNERSHIP, a Florida limited partnership, on behalf of the company and the partnership. She/he is personally known to me or produced _____ as identification.

 Varsha S. Maigur
My Commission CC958409
Expires December 17, 2004

[Signature]
Notary Public, State of Florida