### CAPITAL CONNECTION, INC.

\* 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Romano Investment,	
Management Utd.	400063479642 -07/12/0201028015 ***1785.00 ***1785.00

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### CERTIFICATE OF LIMITED PARTNERSHIP OF

## ROMANO INVESTMENT MANAGEMENT LIMITED PARTNERSHIP A Florida Limited Partnership

The undersigned makes the following declaration of information for the purpose of forming ROMANO INVESTMENT MANAGEMENT LIMITED PARTNERSHIP under the Florida Revised Uniform Partnership Act:

- 1. <u>Name</u>. The name of this Limited Partnership is ROMANO INVESTMENT MANAGEMENT LIMITED PARTNERSHIP.
- 2. <u>Business</u>. The purpose of the Partnership's business is to own, acquire, sell, manage and lease investment property of any type, kind or description, including marketable securities and real estate, and to do all other things necessary, proper, convenient or advisable in connection therewith.
- 3. <u>Principal Place of Business and Location of Records</u>. The location of the principal place of business of the Partnership is 744 N.E. 12<sup>th</sup> Terrace, #5, Boynton Beach, Florida 33435, at which place the records shall be maintained.
- 4. Registered Agent. The name and address of the registered agent for service for this Limited Partnership is Neil R. Chrystal, Dunwody White & Landon, P.A., 550 Biltmore Way, Suite 810, Coral Gables, Florida 33134, and who acknowledges by his signature hereunder that he accepts such designation.
- 5. <u>The General Partner</u>. The name and business address of the General Partner is Romano Investment Management, Inc., 744 N.E. 12<sup>th</sup> Terrace, #5, Boynton Beach, Florida 33435.
- 6. <u>Mailing Address</u>. The mailing address of the Limited Partnership is c/o Romano Investment Management, Inc., 744 N.E. 12<sup>th</sup> Terrace, #5, Boynton Beach, Florida 33435.
- 7. <u>Term.</u> The Partnership shall begin at the time of the filing of the certificate of Limited Partnership with the Department of State and shall liquidate and dissolve on the 35th anniversary of the date of ROMANO INVESTMENT MANAGEMENT LIMITED

PARTNERSHIP AGREEMENT, unless terminated or dissolved earlier or extended by written agreement of all of the Partners.

8. Affidavit of the Amount of Capital Contributions. The amount of capital contributions of each limited partner and the amount of capital contributions anticipated by the limited partners is described in the Affidavit attached as Schedule A.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the day of June, 2002.

Witnesses

GENERAL PARTNER:

ROMANO INVESTMENT MANAGEMENT,

Cheyl mecker

Ruby A. Romano, President

#### ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent for the above-referenced Florida Limited Partnership at the above-designated Registered Office, the undersigned hereby accepts the appointment, and agrees to comply with the provisions of Chapter 620 et seq., Florida Statutes, as amended from time to time, concerning the obligations of registered agents.

Executed this \_\_\_\_\_\_ day of June, 2002.

Neil R. Chrystal, Registered Agent

#### **SCHEDULE A**

# ROMANO INVESTMENT MANAGEMENT LIMITED PARTNERSHIP AFFIDAVIT OF THE AMOUNT OF THE CAPITAL CONTRIBUTIONS OF THE LIMITED PARTNERSHIP, AND ANY AMOUNT ANTICIPATED TO BE CONTRIBUTED BY THE LIMITED PARTNERS

The undersigned presents this Affidavit, given under oath, to affirm the following:

- 1. The amount of the capital contributions to date by the Limited Partners is \$0.
- 2. The amount anticipated to be contributed by the Limited Partners at this time totals \$6,000,000.

ROMANO INVESTMENT MANAGEMENT, INC.

By: Ruby A. Romano, President

(Print Name)

My Commission Expires:

STATE OF FLORIDA	)		
COUNTY OF MIAMI-DADE	) SS: )		
The foregoing instrument wa	as acknowledged before me on this 24th day of June, 2002,		
	of ROMANO INVESTMENT MANAGEMENT, INC., on		
behalf of said corporation, and said	d individual is personally known to me (yes) (no) or has		
produced	as identification to me, and who acknowledged execution		
of the foregoing instrument.			
Anne Marin	Cheryl Anne Meeder,		
CRET MISSION C.	Notary Public, State of Florida		
S Con Super Se	Name: CHERYL ANNE MEEKER		

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