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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-07/23/02--01006--011
***1837.50 ***1837.50

SUBJECT: MAGNUM INVESTMENT FUND I, L.P.

Enclosed are the original and one copy of each of the Certificate of Limited Partnership, the Registered Agent's Acceptance, and the Affidavit of Capital Contributions for the Florida Limited Partnership, MAGNUM INVESTMENT FUND I, L.P. Also enclosed is a check for one thousand eight hundred thirty-seven dollars and fifty cents (\$1837.50) for the filing fee, the designation of a registered agent, and a certified copy. We request that a certified copy be sent to the following contact person:

Richard W. Groner
8433 Enterprise Circle
Suite 200
Bradenton, Florida 34202
(941) 377-3400

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUL 23 AM 10:57

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#5250-CC

CERTIFICATE OF LIMITED PARTNERSHIP OF
MAGNUM INVESTMENT FUND I, L.P.

1. The name of the limited partnership is Magnum Investment Fund I, L.P.
2. The principal office of Magnum Investment Fund I, L.P. is located at 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202.
3. The registered office for service of process for Magnum Investment Fund I, L.P. is located at 8433 Enterprise Circle, Suite 200, Bradenton, Florida 34202. The registered agent at that location is Richard W. Groner.
4. The mailing address of Magnum Investment Fund I, L.P. is the same as its principal office.
5. The record keeping office for Magnum Investment Fund I, L.P. is the same as its principal office.
6. The latest date on which the limited partnership is to be dissolved is December 31, 2050.
7. The name and address of the general partner are:

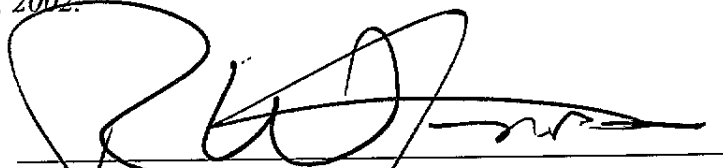
Magnum Investment Funds, Inc.
8433 Enterprise Circle, Suite 200
Bradenton, Florida 34202

P02-76584

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Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 17 day of July, 2002.



Richard Groner
Acting as Director of Magnum Investment Funds, Inc.
General Partner

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Magnum Investment Fund I, Ltd. at the place designated in the certificate of limited partnership, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 620.192.



Richard W. Groner, Esquire

Date:

7/17/2002

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DIVISION OF CORPORATIONS
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
THE FLORIDA LIMITED PARTNERSHIP
MAGNUM INVESTMENT FUND I

*The undersigned constituting all of the general partners of Magnum Investment Fund I,
Ltd., a Florida Limited Partnership, certify:*

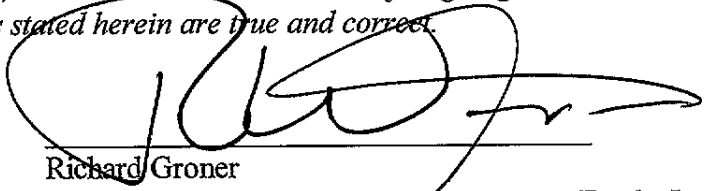
The amount of capital contributions to date of the limited partners is \$ 100.00.

The total amount of contributed and anticipated to be contributed from the limited
partners at this time total \$ 10,000,000.00

Signed this 17 day of July, 2002.

FURTHER AFFIANT SAYETH NOT

*Under penalties of perjury, I declare that I have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*


Richard Groner
Acting as Director of Magnum Investment Funds, Inc.
General Partner

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