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**Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA LIMITED PARTNERSHIP

careyken investments, ltd.

Name Availability	DCC
Document Examiner	DCC
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\$20,000,000.00

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CAREYKEN INVESTMENTS, LTD.**

Pursuant to Florida Statutes Section 620.108, the described limited partnership presents this Certificate for filing with the Florida Department of State.

**SECTION 1
NAME**

The name of the limited partnership is CAREYKEN INVESTMENTS, LTD.

**SECTION 2
EXISTENCE**

The existence of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State.

**SECTION 3
OFFICE ADDRESS**

The address of the office of the limited partnership is 901 E. Camino Real, Boca Raton, FL 33432.

**SECTION 4
AGENT FOR SERVICE OF PROCESS**

The agent for service of process for the limited partnership is M & W AGENTS, INC. at 2101 Corporate Blvd., Suite 107, Boca Raton, Florida 33431.

**SECTION 5
GENERAL PARTNER**

The name and business address of the sole general partner of the limited partnership is:

CAREYKEN HOLDINGS, INC.
901 E. Camino Real
Boca Raton, FL 33432

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SECTION 6
MAILING ADDRESS

The mailing address for the limited partnership is 901 E. Camino Real, Boca Raton, FL
33432.

SECTION 7
DATE OF DISSOLUTION

The latest date upon which the limited partnership is to dissolve is December 31, 2052.

Executed this 14 day of August, 2002.

CAREYKEN HOLDINGS, INC., a Florida corporation
as sole General Partner

By: Kenneth W. Nelson
Kenneth W. Nelson, President

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REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for CAREYKEN INVESTMENTS, LTD., at the place designated in the Certificate of Limited Partnership, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and the undersigned accepts the duties and obligations of Section 620.105 of the Florida Statutes.

Dated: 8/14/02

M & W AGENTS, INC., a Florida corporation

By: 

DONALD R. TESCHER, President

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TALLAHASSEE, FLORIDA

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a notary public for the above-described state, came KENNETH W. NELSON, as President of CAREYKEN HOLDINGS, INC., a Florida corporation and general partner of CAREYKEN INVESTMENTS, LTD., and on behalf of CAREYKEN HOLDINGS, INC., and being duly sworn, states that:

1. As of the date hereof, the contributions of limited partners of CAREYKEN INVESTMENTS, LTD., to the capital of that limited partnership are \$ -0-
2. The anticipated contributions of limited partners of CAREYKEN INVESTMENTS, LTD., to the capital of that limited partnership are \$ 20,000,000.00

CAREYKEN HOLDINGS, INC.,
a Florida corporation, as sole General Partner

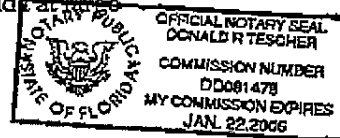
By: Kenneth W. Nelson
Kenneth W. Nelson, President

Sworn to and subscribed before me, this 25 day of March, 2002, by KENNETH W. NELSON, who is personally known to me or produced as identification.

[Signature]
Notary Public

State of Florida at

My commission expires:



FAWPDATA\dmNelson, Kenneth & Carey\CareyKen Investments, Ltd.\Affidavit of Contributions.wpd [02 09:00:06 2 22]

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