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NASON YEAGER

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FLORIDA LIMITED PARTNERSHIP

~~RDS Investments, Ltd.~~

RCS Holdings, Ltd.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$140.00



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 10, 2002

MASON YEAGER ET AL.

SUBJECT: RDS INVESTMENTS, LTD.
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Lee Rivers
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
RCCS HOLDINGS, LTD.**

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UNION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited partnership in accordance with the Florida Revised Uniform Limited Partnership Act and being duly sworn does hereby certify as follows:

1. The name of the Partnership is the RCCS Holdings, Ltd.
2. The principal place of business of the Partnership is located at 701 Northlake Boulevard, Suite 208, North Palm Beach, Florida 33408. The name of the Registered Agent of the Partnership at such address is Robert D. Simon.

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

Robert D. Simon
701 Northlake Boulevard, Suite 208
North Palm Beach, Florida 33408

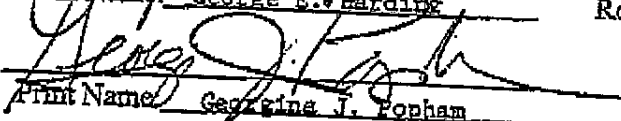
4. The mailing address of the Partnership is 701 Northlake Boulevard, Suite 208, North Palm Beach, Florida 33408.

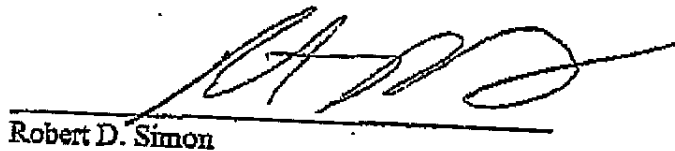
5. The Partnership's existence shall begin upon the filing of this Certificate with the Department of State of Florida and shall continue until 12:00 o'clock noon on December 31, 2052, unless sooner terminated pursuant to the terms of the Limited Partnership Agreement.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as the General Partner this 6 day of August, 2002.

Witnesses:


Print Name: George E. Harding


Print Name: Georgina J. Popham

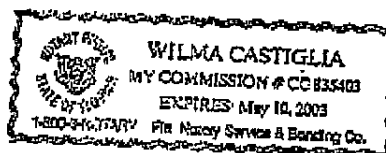

Robert D. Simon

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STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 6th day of August, 2002, by Robert D. Simon, who is not/is personally known to me, who has produced identification, and who did/did not take an oath.

Wilma Castiglia
Notary Public




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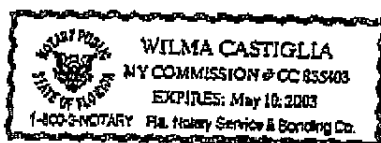
AFFIDAVIT OF CAPITAL CONTRIBUTION

The undersigned, being all of the General Partners of RCCS Holdings, Ltd., a Florida limited partnership, hereby certifies that the limited partners of the Partnership will be contributing certain property to the Partnership, the value of which is \$900.00. A total capital contribution of \$900.00 is anticipated.


Robert D. Simon, General Partner

Sworn to and subscribed before me this
6th day of August, 2002.

Wilma Castiglia
Notary Public



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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for RCCS Holdings, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:


Robert D. Singer, M.D., Registered Agent

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