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CORPORATE ACCESS, INC.
701 East 11th Avenue, Tallahassee, Florida 32303
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 • Fax (850) 222-2666

WALK IN
PICK UP 10/16/02 Alinda

☒ **CERTIFIED COPY** _____ **CUS** _____

PHOTO COPY _____ ☒ **FILING** LTD _____

1.) JSM Investment Opportunities,
(CORPORATE NAME & DOCUMENT #) Limited Partnership

2.) _____
(CORPORATE NAME & DOCUMENT #)

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-10/16/02--01006--009
****140.00 ****140.00

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS _____

10/16
RECEIVED
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CERTIFICATE OF LIMITED PARTNERSHIP

of

JSM INVESTMENT OPPORTUNITIES, LIMITED PARTNERSHIP

The undersigned general partner, competent to contract, hereby forms a limited partnership under the laws of the State of Florida.

ARTICLE I – LIMITED PARTNERSHIP NAME

The name of the limited partnership is JSM Investment Opportunities, Limited Partnership

ARTICLE II –PURPOSE

The limited partnership is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE III – BUSINESS ADDRESS OF LIMITED PARTNERSHIP

The business address of the limited partnership shall be as follows:

400 Bath Club Blvd. S.
North Redington Beach, Florida 33708

ARTICLE IV – REGISTERED AGENT

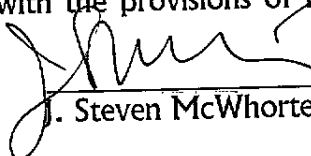
The name and street address of the Initial Registered Office and Agent of this limited partnership is:

J. Steven McWhorter
400 Bath Club Blvd. S.
North Redington Beach, Florida 33708

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ACKNOWLEDGMENT

Having been named to accept service of process for the above stated limited partnership at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


J. Steven McWhorter, Registered Agent

ARTICLE V – MAILING ADDRESS OF LIMITED PARTNERSHIP

The limited partnership's principal office and mailing address shall be as follows:

400 Bath Club Blvd. S.
North Redington Beach, Florida 33708

ARTICLE VI – DATE OF DISSOLUTION OF LIMITED PARTNERSHIP

The latest date upon which the Limited Partnership is to be dissolved is October 1, 2052.

ARTICLE VII – NAME OF GENERAL PARTNER

JSM Investment Management, LLC
400 Bath Club Blvd. S.
North Redington Beach, Florida 33708

202-27314

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 1st day of October, 2002.

Signature of all general partners:



JSM Investment Management, LLC, General Partner

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR
FLORIDA LIMITED PARTNERSHIP

The undersigned, constituting all of the general partners of JSM Investment Opportunities, Limited Partnership, a Florida Limited Partnership, certify:

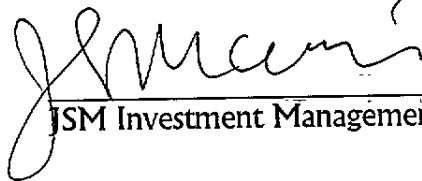
The amount of capital contributions to date of the limited partners is \$ -0-

The total amount contributed and anticipated to be contributed by the limited partners, at this time, totals \$100.00.

Signed this 1st day of October, 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.



JSM Investment Management, LLC, General Partner

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