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FLORIDA LIMITED PARTNERSHIP

Jacaranda Health Center, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$1,106.00

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
JACARANDA HEALTH CENTER, LTD.,
A FLORIDA LIMITED PARTNERSHIP**

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TALLAHASSEE, FLORIDA

THIS CERTIFICATE is executed on the 27th day of November, 2002, with respect to the agreement of the JACARANDA HEALTH CENTER, LTD., a Florida Limited Partnership ("the Partnership").

1. Name. The Partnership's name is JACARANDA HEALTH CENTER, LTD., a Florida Limited Partnership.

2. Partnership's Business. The Partnership's business is to acquire (by contribution and purchase) and manage, hold, sell and otherwise deal with stocks, bonds, partnership interests and other investment property and engage in any other investment activities as determined by the General Partners. The Partnership may also do all things not otherwise illegal under the laws of the State of Florida.

3. Registered Agent. The name and street address of the Partnership's registered agent are:

Matthew Ehrlich, MD
1219 Jacaranda Blvd.
Venice, FL 34292

4. Specified Office. The mailing address and the principal place of business of the office at which its records are kept are:

c/o Matthew Ehrlich, MD
1219 Jacaranda Blvd.
Venice, FL 34292

5. General Partner. The name and post office address of the General Partner is Jacaranda of SRQ, L.L.C., 1219 Jacaranda Blvd., Venice, FL 34292.

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6. Dissolution. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2052.

7. Effective Date. The effective date of this Certificate of Limited Partnership shall be November 27, 2002.

The execution of this Certificate by the undersigned General Partners constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

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27th IN WITNESS WHEREOF this Certificate of Limited Partnership has been executed this
day of November 2002.

General Partner

JACARANDA OF SRQ, L.L.C.
a Florida limited liability company

By: Matthew Ehrlich
MATTHEW EHRLICH, MD
As its Manager
General Partner

1219 Jacaranda Blvd.
Venice, FL 34292

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TALLAHASSEE, FLORIDA

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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

Having been named as statutory Registered Agent for JACARANDA HEALTH CENTER, LTD., a Florida Limited Partnership (the "Partnership" in the foregoing Certificate of Limited Partnership), I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of Registered Agent.

11/27/02
Date

Registered Agent

Matthew Ehrlich
MATTHEW EHRLICH, MD
1219 Jacaranda Blvd.
Venice, FL 34292

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TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONSTATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority personally appeared Matthew Ehrlich, Manager of JACARANDA OF SRQ, L.L.C., a Florida limited liability company, the General Partner of JACARANDA HEALTH CENTER, LTD., a Florida Limited Partnership (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contribution to the Partnership made by the Limited Partners is in aggregate ONE HUNDRED FIFTY THREE THOUSAND and No/100 (\$153,000.00) Dollars.
2. At this time it is anticipated that no additional capital contributions will be made by the Limited Partners.

Under penalties of perjury, I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

GENERAL PARTNER

JACARANDA OF SRQ, L.L.C.,
a Florida limited liability companyBy Matthew Ehrlich
MATTHEW EHRLICH, MD
As its Manager

FIV:prv188-15A Affidavit of Capital Contribution

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