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Division of Corporations

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Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES

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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

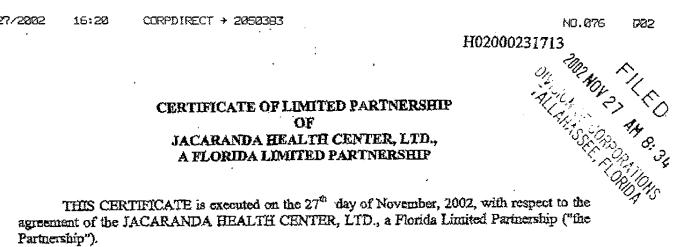
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11/27/2002

2 2002 J. BRYAN DEC

CERTIFICATE OF LIMITED PARTNERSHIP OF

JACARANDA HEALTH CENTER, LTD., A FLORIDA LIMITED PARTNERSHIP



- Name. The Partnership's name is JACARANDA HEALTH CENTER, LTD., a 1. Florida Limited Partnership.
- Partnershin'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.
- Registered Agent. The name and street address of the Partnership's registered agent 3. are:

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

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

- General Partner. The name and post office address of the General Partner is Jacaranda of SRQ, LL.C., 1219 Jacaranda Blvd., Venice, FL 34292.
 - #L02000031805
- Dissolution. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2052.
- Effective Date. The effective date of this Certificate of Limited Partnership shall be 7. 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.

D03

General Partner

IACARANDA OF SRQ, L.L.C. a Florida limited Bability company

MATTRIEW EHRLICH, MD As its Manager General Partner

1219 Jacaranda Blvd. Venice, FL 34292

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ACCEPTANCE OF APPOINTMENT AR REGISTERED AGENT

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

Registered Agent

1219 Jacquanda Blvd. Venice, FL 34292

PIV:pivl: \$8-45 Certificate of Limited Partnership

APPEDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA COUNTY OF SARASOTA

BEFORE ME, the undersigned authority personally appeared Matthew Ebrlich, Manager of IACARANDA OF SRQ, LLC., 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:

- The amount of capital contribution to the Pertnership made by the Limited Partners is in aggregate ONE HUNDRED FIFTY THREE THOUSAND and No/100 (\$153,000.00) Dollars.
- At this time it is unficipated 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 SRO, LL.C.,

MATTHEW EHRLICH, MD

As its Manager

PIV:piytt88-15Affidavit of Capital Considution

