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M. Suzanne Howard

Direct Dial: (770) 226-1331 Direct FAX: (770) 858-1092 E-MAIL: mshoward@nsswitcom

March 28, 2003

VIA FEDERAL EXPRESS

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re:

FOG Sembler Capital PR 1 Limited

HSSW File No.: 4709-0259000

Dear Sir or Madam:

Enclosed herewith for filing with the Department of State are the following documents in connection with the organization of FOG Sembler Capital PR 1 Limited:

- 1. One original and three copies each of the Certificate of Limited Partnership and the Affidavit of Capital Contributions for Florida Limited Partnership; and
- One check in the amount of \$148.75 to cover the following: 2.
 - a. Filing fee of \$52.50;
 - b. Designation of registered agent fee of \$35.00;
 - c. Fee of \$52.50 for one certified copy; and
 - d. Additional fee of \$8.75 for second certified copy.

Please file the enclosed documents and return certified copies to me at your earliest convenience. Thank you for your assistance with this matter. Please call me at (770) 226-1331 if you have any questions concerning this matter.

Very truly yours,

M. Suganne Howard June

MSH/kmc **Enclosures**

CERTIFICATE OF LIMITED PARTNERSHIP

	· · · · · · · · · · · · · · · · · · ·
1. FOG Sembler Capital PR I Limited (Name of Limited Partnership; must contain a suffix si	uch as "I imited" "I td " or "I imited Postperching
(ivame of Limited Partiership, must contain a surfix si	uch as Limited , Ltd. , of Limited Parties sinp
5858 Central Avenue, St. Petersburg, Flo	orida 33707
(Business address of L	imited Partnership)
	Dir. o
3 Gregory S. Sembler	·
(Name of Registered Agen	t for Service of Process)
. FOSC 0 - 4 - 1 1 04 Determine	
4. 5858 Central Avenue, St. Petersbur (Florida street address f	or Registered Agent)
5. Srugor Demble (Registered Agent must sign here to accept designa	
(Registered Agent must sign here to accept designa	tion as Registered Agent for Service of Frocess)
6. 5858 Central Avenue, St. Petersbur, (Mailing Address of the	g, Florida 33707
(Maning Address of the	Ellinea Latalessapy
7. The latest date upon which the Limited Partne	ership is to be dissolved is: 2100
8. Name(s) of general partner(s):	Street address:
, , ,	
TSCPR Florida, Inc.	5858 Central Avenue
867 6666 N 107 N	
19470000 X 1 U31	*
• 2	_ * <u> </u>
	Agr.
Under penalties of perjury I (we) declare that I (
contents thereof and that the facts stated herein	are true and correct.
Signed this day of	
regrete times tusy by	
Signature of all general partners:	
General Partner	General Partner
General Partner	General Partner
General Fature	, Calonia I aliano
On and Date on	General Partner
General Partner	General Partner
SCPR Florida, Inc., General Partner	
1 -0-10	
By: Tryong O'llmour,	
Paridant	きた PRIJEMENT ACCOUNTS

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

		N 31
The undersigned constituting all of the gen	eral partners of	
FOG Sembler Capital PR l Li	mited	[67] 15.
a Florida Limited Partnership, certify:		9 76 50
The amount of capital contributions to date	of the limited partners is \$ 99.	00
	<u> </u>	
The total amount contributed and anticipate	ed to be contributed by the limit	ed partners at this time
totals \$ 99.00	+ 3 · · · · · · · · · · · · · · · · · ·	11.
		•
Signed this day of	,	 •
FURTHER AFFIANT SAYETH NOT.		
FURTHER AFFIANT SAYETH NOT. Under the penalties of perjury I (we) decla contents thereof and that the facts stated he		going and know the
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