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3033 Riviera Drive, Suite 104 • Naples, FL 34103

(City/State/Zip/Phone #)

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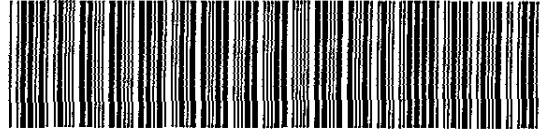
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TALLAHASSEE, FLORIDA

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CERTIFICATE OF LIMITED PARTNERSHIP

1. CMFUNDS, LTD
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 3033 Riviera Dr Suite 104 Naples, FL 34103
(Business address of Limited Partnership)
3. American Diversified Funds, Inc
(Name of Registered Agent for Service of Process)
4. 3033 Riviera Suite 104 Naples, FL 34103
(Florida street address for Registered Agent)
5. Robert Buggs, President American Diversified Funds, Inc
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 3033 Riviera Dr # 104 Naples FL 34103
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Perpetual
8. Name(s) of general partner(s): _____ Street address: _____

American Diversified Funds, Inc 3033 Riviera Dr #104
P-92356 Naples, FL 34103

SECRETARY OF STATE
CLERK OF COURTS
FLORIDA
APR 22 2:00 PM '03

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of April, 2003.

Signature of all general partners:

Robert Buggs, President
General Partner

For: American Diversified Funds, Inc
General Partner

3033 Riviera Dr #104
General Partner
Naples, FL 34103

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of C. M. Funds, LTO

a Florida Limited Partnership, certify:

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

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

Signed this 16th day of April, 2003

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

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Robert J. Russo, President
General Partner

General Partner

for American Diversified Funds, Inc
General Partner

General Partner

3033 Riviera Dr #104
General Partner

General Partner

Naples, FL 34103