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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 161084 82724A
AUTHORIZATION : *Patricia Pajaro*
COST LIMIT : \$ 140.00

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ORDER DATE : July 8, 2003

ORDER TIME : 2:42 PM

ORDER NO. : 161084-005

CUSTOMER NO: 82724A

CUSTOMER: Ms. Diane Whitacre
Conroy Coleman & Hazzard, P.a.

Suite 115
2640 Golden Gate Boulevard
Naples, FL 34105

DOMESTIC FILING

NAME: GREY OAKS ASSOCIATES, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP OF
GREY OAKS ASSOCIATES, LTD.
a Florida limited partnership**

The undersigned General Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby state:

1. The name of the Limited Partnership is Grey Oaks Associates, Ltd.
2. The address of the office of the Limited Partnership is 2640 Golden Gate Parkway, Suite 115, Naples, Florida 34105.
3. The name and address of the agent for service of process on the Limited Partnership is J. Thomas Conroy, III, Conroy, Coleman & Hazzard, P.A., 2640 Golden Gate Parkway, Suite 115, Naples, Florida 34105.
4. The name and business address of the General Partner is: J. Thomas Conroy, III, 2640 Golden Gate Parkway, Suite 115, Naples, Florida 34105.
5. The mailing address of the Limited Partnership is 2640 Golden Gate Parkway, Suite 115, Naples, Florida 34105.
6. The Limited Partnership exists in perpetuity.

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

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the General Partners of Grey Oaks Associates, Ltd. this ____ day of July, 2003.

GENERAL PARTNER:



J. Thomas Conroy, III

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

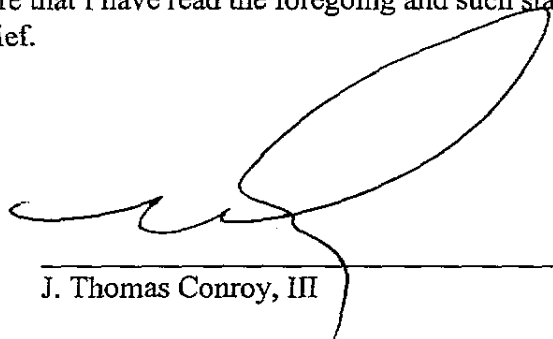
STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared J. Thomas Conroy, III, the General Partner of Grey Oaks Associates, Ltd. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Limited Partnership made by the limited partners is, in the aggregate, One Hundred and No/100 (\$100.00) Dollars.
2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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

STATE OF FLORIDA
COUNTY OF COLLIER



J. Thomas Conroy, III

Sworn to and subscribed before me this ____ day of July, 2003 by J. Thomas Conroy, III.

(SEAL)

Notary Public, State of Florida

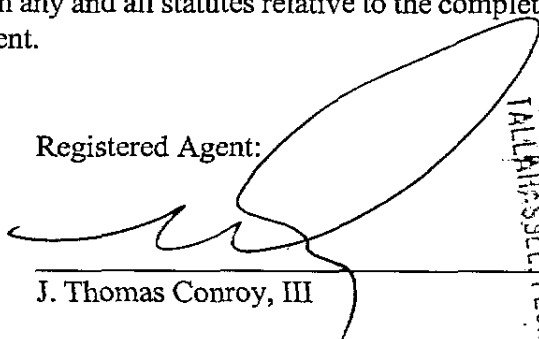
(Print, Type or Stamp Name of Notary Public)

Personally known _____ or
Type of Identification Produced _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Grey Oaks Associates, 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 Limited Partnership, to accept service of process for the Limited Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Registered Agent:


J. Thomas Conroy, III

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