

08/26/03 13:35 FAX

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

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03 AUG 26 PM 2:31
DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP

BEVERLY FINANCIAL LTD.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$1,837.50

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BEVERLY FINANCIAL LTD.
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner desires to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986) as set forth in Chapter 620, Part I, Florida Statutes, and hereby states the following:

1. The name of the limited partnership is Beverly Financial Ltd. (the "Partnership").
2. The address of the principal office and the mailing address of the Partnership is 55 North Washington Drive, Sarasota, Florida 34236.
3. The name and street address of the general partner of the Partnership is Beverly Management LLC, 55 North Washington Drive, Sarasota, Florida 34236. 1110
103-31672
4. The name and street address of the registered agent for service of process on the Partnership in Florida is E. John Wagner II, 200 South Orange Avenue, Sarasota, Florida 34236.
5. The Partnership's existence shall begin at the date and time this Certificate of Limited Partnership is filed, as evidenced by the Department of State's date and time endorsement.
6. The latest date upon which the Partnership is to be dissolved is December 31, 2050.

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

Signed this 21 day of August, 2003.

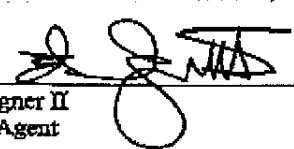
GENERAL PARTNER:

BEVERLY MANAGEMENT LLC,
a Florida limited liability company

By: _____

H. Alan Jacobs, as Trustee of
Tri-State Funding, a Wyoming
Statutory Trust, Its Member

Having been named as registered agent for Beverly Financial Ltd., a Florida limited partnership, in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.



E. John Wagner II
Registered Agent

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR
BEVERLY FINANCIAL LTD.**

The undersigned, the sole general partner of Beverly Financial Ltd., a Florida Limited Partnership, certifies:

The amount of capital contributions of the limited partners to date is \$0.

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$250,000.

Signed this 21 day of August 2003.

FURTHER AFFLIANT SAYETH NOT.

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

GENERAL PARTNER:

BEVERLY MANAGEMENT LLC,
a Florida limited liability company

By: [Signature]
H. Alan Jacobs, as Trustee of
Tri-State Funding, a Wyoming
Statutory Trust, Its Member

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