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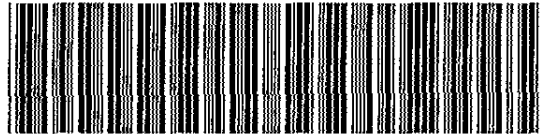
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DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 266884 6383A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : October 3, 2003

ORDER TIME : 10:46 AM

ORDER NO. : 266884-005

CUSTOMER NO: 6383A

CUSTOMER: Andre J. Patrone, Esq
Andre J. Patrone, Esq

12685 New Brittany Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

NAME: CONSOLI-METRO LIMITED
PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP
OF CONSOLI-METRO LIMITED PARTNERSHIP**

Pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.101 et seq. of the Florida Statutes, the undersigned states:

1. The name of the firm under which the partnership is to be conducted is Consoli-Metro Limited Partnership.

2. The character of the business intended to be transacted by the partnership is investing in, holding, owning, managing and operating commercial, industrial and residential real estate, and other investment assets and properties, and interests therein, including other partnerships, limited partnerships, and limited liability companies whether realty or personalty, and any other related or derivative business.

3. The location of the principal place of business is to be at 7980 Summerlin Lakes Drive, Suite 200, Fort Myers, Florida. The mailing address of the partnership is 7980 Summerlin Lakes Drive, Suite 200, Fort Myers, Florida 33907.

4. (a) The name and place of residence of each general partner interested in the partnership is as follows:

Name	Place of Residence
Consoli Management, LLC	7980 Summerlin Lakes Drive, Suite 200 Fort Myers, FL 33907

(b) The name and place of residence of each limited partner interested in the partnership are as follows:

Name	Place of Residence
Mary V. Palumbo, Trustee Consoli-Metro Trust U/A/D September 8, 2003	7980 Summerlin Lakes Drive, Suite 200 Fort Myers, FL 33907

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5. Consoli-Metro Limited Partnership is to begin on the filing of this certificate and is to end on the 31st day of December, 2033, unless sooner terminated by the death, insanity, bankruptcy of the general partner, or as otherwise provided by the partnership agreement.

6. The address of the office of the limited partnership is 7980 Summerlin Lakes Drive, Suite 200, Fort Myers, FL 33907.

7. The agent for service of process is Mary V. Palumbo, whose address is 7980 Summerlin Lakes Drive, Suite 200, Fort Myers, Florida 33907, and who by signing this certificate agrees to the designation of Registered Agent for service of process.

In witness, the undersigned has executed this certificate this 20th day of


September, 2003.

Signature of all general partners:

CONSOLI MANAGEMENT, LLC,
General Partner

By: 

Mary V. Palumbo, Managing Member


Mary V. Palumbo, accepting designation of
Registered Agent

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned person authorized to administer oaths, appears: Consoli Management, LLC, by Mary V. Palumbo, its Managing Member, constituting the sole general partner of Consoli-Metro Limited Partnership, a Florida Limited Partnership, who certifies as follows:

The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$9,900.

This 8th day of September, 2003.

FURTHER AFFIANT SAYETH NOT.

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

CONSOLI MANAGEMENT, LLC,
General Partner

By: 
Mary V. Palumbo, Managing Member

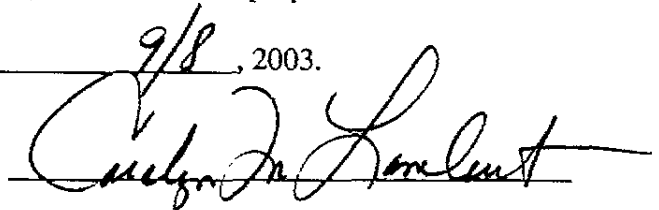
STATE OF FLORIDA)
)
COUNTY OF LEE)

I HEREBY CERTIFY that Mary V. Palumbo, Managing Member of Consoli Management, LLC, the above-named General Partner, personally known to me to be the same person whose name is signed to the foregoing instrument, appeared before me this day in person and acknowledged that she signed the instrument as her free and voluntary act, for the uses and purposes therein set forth.

Given under my hand and official seal on 9/8, 2003.



Carolyn Fox Lambert
MY COMMISSION # DD071511 EXPIRES
February 2, 2006
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public - State of Florida
Commission No.:
My commission expires:

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