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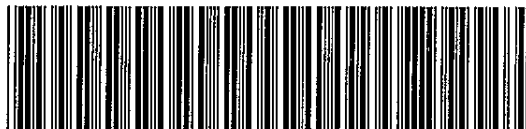
(Business Entity Name)

(Document Number)

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CORPORATIONS
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Holland & Knight LLP
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315 So. Calhoun Street
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. LM Investors, LTD
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☒ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

LM INVESTORS, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned General Partner files this Certificate of Limited Partnership of LM INVESTORS, LTD. with the Florida Department of State in order to form a Limited Partnership pursuant to §620.108 of the Florida Revised Limited Partnership Act (1986)(the "Act").

1. Name. The name of the limited partnership is LM INVESTORS, LTD.
2. General Partner. The name and the business address of the General Partner of the Limited Partnership is:

LM Investors, Inc.
5728 Major Boulevard, Suite 601
Orlando, Florida 32819,

3. Recordkeeping Office. The address of the office at which the records of the partnership are maintained pursuant to the Act is 5728 Major Boulevard, Suite 601, Orlando, Florida 32819.

4. Registered Agent and Registered Office. The name and address of the agent for service of process is:

Rashid A. Khatib
5728 Major Boulevard, Suite 601
Orlando, Florida 32819

5. Partnership Mailing Address. The mailing address for the limited partnership is 5728 Major Boulevard, Suite 601, Orlando, Florida 32819.

6. Latest Dissolution Date. The latest date upon which the limited partnership is to dissolve is December 31, 2044.

7. Affirmation. The General Partner hereby acknowledges that pursuant to the Act:

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

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TALLAHASSEE, FLORIDA

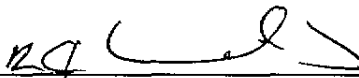
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7.2 The General Partner accepts the liability imposed by the Act on a General Partner for a false statement contained in this Certificate; and

7.3 If, after the execution of this Certificate, the General Partner knows that any arrangement or other fact described in this Certificate has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Certificate to be cancelled or amended, or file a petition for its cancellation or amendment pursuant to the Act.

Executed this 21 day of January, 2004.

LM Investors, Inc.
General Partner



Rashid A. Khatib, President

Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

Rashid A. Khatib
5728 Major Boulevard, Suite 601
Orlando, Florida 32819,

Having been named as registered agent and to accept service of process for the above stated Limited Partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Rashid A. Khatib, Registered Agent

LM INVESTORS, LTD

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

1. Capital Contributions. The undersigned General Partner of LM Investors, Ltd. declares the total amount of Capital Contributions contributed is Two Million One Hundred Thousand Dollars (\$2,100,000.00) and the anticipated Capital Contributions at this time to be contributed by the Limited Partners to the Limited Partnership to be Two Million One Hundred Thousand Dollars (\$2,100,000.00).

2. Affirmation. The General Partners hereby acknowledge that pursuant to the Act:

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


2.2 The General Partner accepts the liability imposed by the Act on a General Partner for a false statement contained in this Affidavit.

2.3 If, after the execution of this Affidavit, the General Partner knows that any fact described in this Affidavit has changed, making the statement inaccurate in any material respect, the General Partner will forthwith cause this Affidavit to be supplemented by filing a supplemental affidavit with the Department of State pursuant to the Act.

Executed by the General Partner on the date set forth below.

**LM Investors, Inc.
General Partner**

Date: January 27, 2004



Rashid A. Khatib, President