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Division of Corporations

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PLEASE DISREGARD PREVIOUSLY FAXED NAPLES HARBOUR, LTD. FAXED LATE FRIDAY AFTERNOON

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : STILES CORPORATION
Account Number : I20020000020
Phone : (954)627-9156
Fax Number : (954)627-9399

PLEASE DISREGARD PREVIOUSLY FAXED NAPLES HARBOUR, LTD. FAXED LATE FRIDAY AFTERNOON

FLORIDA LIMITED PARTNERSHIP

NAPLES HARBOUR, LTD.

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Estimated Charge	\$1,846.25

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[Signature]

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**NAPLES HARBOUR, LTD.
A FLORIDA LIMITED PARTNERSHIP
CERTIFICATE OF LIMITED PARTNERSHIP**

The undersigned General Partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.101, et. seq. of the Florida Statutes, hereby states the following:

1. The name of the Partnership is **NAPLES HARBOUR, LTD.**
2. The address of the office of the Partnership is 300 S.E. 2nd Street, Fort Lauderdale, Florida 33301.
3. The name and address of the agent for service of process on the Partnership is **PATRICIA JONES, 300 S. E. 2nd Street, 8th Floor, Fort Lauderdale, Florida 33301.**

4. The name and business address of the General Partner is as follows:

NAPLES HARBOUR, INC.
300 S.E. 2nd Street
Fort Lauderdale, Florida 33301

5. The mailing address of the Partnership is 300 S.E. 2nd Street, Fort Lauderdale, Florida 33301.

6. The latest date upon which the Partnership shall dissolve is December 31, 2052.

7. The total anticipated Capital Contributions to be paid into the Partnership is and shall be One Million Eight Hundred Sixty-Five Thousand and no/100 (\$1,865,000.00) Dollars.

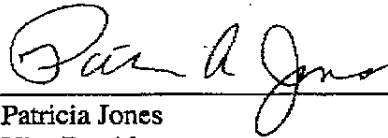
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The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the General Partner of
NAPLES HARBOUR, LTD. this 17th day of March, 2004.

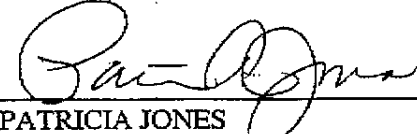
NAPLES HARBOUR, INC., general partner of
NAPLES HARBOUR, LTD.

By: 
Patricia Jones
Vice President

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for of NAPLES HARBOUR, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, on behalf of the Partnership, hereby agree 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.

REGISTERED AGENT:

By: 
PATRICIA JONES

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of NAPLES HARBOUR, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$650,000.00.

The total anticipated Capital Contributions to be paid into the Partnership is and shall be One Million Eight Hundred Sixtyfive Thousand and no/100 (\$1,865,000.00) Dollars.

Signed this 17th day of March, 2004.

FURTHER AFFIANT SAYETH NOT

Under 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.

NAPLES HARBOUR, INC. general partner of
NAPLES HARBOUR LTD.

By: _____

Patricia Jones
Vice President

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04 MAR 22 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA