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To:

Division of Corporations

Fax Number

: (850)205-0383

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL

Account Number : 076666002273 Phone

: (904)398-3911

Fax Number

: (904)396-0663

JIVISION OF CORPORATION 04 AUG -5 PM 12: 40

FLORIDA LIMITED PARTNERSHIP

ACI Capital Partners Fund I, Ltd.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$1,785.00

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ACI CAPITAL PARTNERS FUND I, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Partnership Act (1986), Part I, Chapter 620, Florida Statutes (the "Act"), does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

ACI CAPITAL PARTNERS FUND I, LTD.

2. Address. The principal place of business (and the address of the office at which the records prescribed by Section 620.106 of the Act shall be kept) and the mailing address for the limited partnership is as follows:

1506 Prudential Drive Jacksonville, Florida 32207

Registered Agent. The name and address of: (i) the agent for service of process, required to be maintained by Section 620.105 of the Act, and (ii) the registered agent and registered office, required to be maintained by Section 620.192 of the Act, for the limited partnership is as follows:

Jay C. Halsema 1506 Prudential Drive Jacksonville, Florida 32207

4. General Partner. The name and business address of the general partner of the limited partnership is as follows:

ACI Capital Partners, Inc. 1506 Prudential Drive Jacksonville, Florida 32207

- 5. <u>Termination</u>. The latest date upon which the limited partnership is to dissolve is December 31, 2014.
- 6. <u>Capital Contributions</u>. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto.

AUG. 5. 2004 12:12PM

ROGERS TOWERS

NO. 9061 P. 3

08/03/2004 08:49 FAX

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Jul 20 04 02:08p

Whitman

[904]247-410]

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WHEREFORE, this Certificate has been executed by the general partner of the limited partnership in accordance with Section 620.114 of the Act this ______ day of ________, 2004.

"GENERAL PARTNER"

ACI CAPITAL PARTNERS, INC.

Title: President

STATE OF FLORIDA

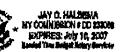
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17th day of Way, 2004, by Chad S. Whitman as the President of ACI Capital Partners, Inc., a Florida corporation, on behalf of the limited partnership. Mr. Whitman is personally known to me, or has produced his Florida driver's license as identification.

Notan Public State of Florida

My Commission Expires:

My Commission Number is:



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AUG. 5. 2004 12:12PM ROGERS TOWERS

NO. 9061 P. 4

08/03/2004*08:48 FAX

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Whitman

(804)247-410

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ACI CAPITAL PARTNERS FUND I, LTD.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT AND AGENT FOR SERVICE OF PROCESS

The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of ACI CAPITAL PARTNERS FUND I, LTD., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Section 620.105 and 620.192, Florida Statutes.

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FUWLER WHILE

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AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS

The undersigned, being the General Partner of ACI Capital Partners Fund I, Ltd., a limited partnership formed under the Florida Revised Uniform Limited Partnership Act (1986), Part 1. Chapter 620, Florida Statutes (the "Act"), after being duly sworn hereby declare pursuant to Section 620.108 of the Act, as follows:

- That ACI Capital Partners, Inc., a Florida corporation, is the General Partner of ACI Capital Parmers Fund I, Ltd., Florida limited partnership (the "Partnership").
- That the capital contributions of the limited partners of the Partnership and the amount anticipated to be contributed by the limited partners of the Partnership at the present time is \$250,000.00.
- That this Affidavit is being given pursuant to the requirements of Section 620.108 of the Act.

"GENERAL PARTNER"

ACI CAPITAL PARTNERS, INC.

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 3 day of tucted, 2004, by Chad S. Whitman as President of ACI Capital Partners, Inc., a Florida corporation. Mr. Whitman is known to me or has produced his Florida driver's license as identification.

PLDL

	DOMBNE L. NACHUROX
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4,000	Sandad Tire Holey Public Understant

Notary Public, State of Florida Name:

My Commission Expires:

My Commission Number is:

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