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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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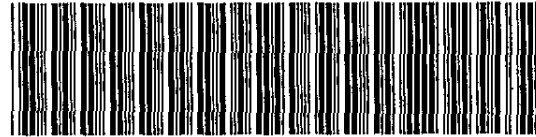
(Business Entity Name)

(Document Number)

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LAW OFFICES

RAPPEL & RAPPEL

A PROFESSIONAL ASSOCIATION

BRIDGEWATER
SUITE A 210
1515 INDIAN RIVER BOULEVARD
VERO BEACH, FLORIDA 32960-7103
TELEPHONE 772.778.8885
FACSIMILE 772.778.8883
e-mail postmaster@rappellaw.com

ROBERT RAPPEL, D.O., J.D.**
CRAIG M. RAPPEL*†
MICHAEL B. RAPPEL*‡

* MEMBER FLORIDA AND DC BAR
† BOARD CERTIFIED CRIMINAL TRIAL ATTORNEY
‡ OF COUNSEL
** BOARD CERTIFIED HEALTH LAW ATTORNEY

August 18, 2004

CERTIFIED MAIL-RETURN RECEIPT REQUESTED 7002 0510 0002 6390 6773

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Florida Cryotherapy Partners I, Ltd.

Gentlemen:

Please find enclosed an original and a copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for Florida Limited Partnership for the above named Florida limited partnership. In addition, please find enclosed a Rappel & Rappel, P.A. Trust Account Check (CHECK NUMBER: 2107) in the amount of FOUR HUNDRED FOUR AND 25/100ths DOLLARS (\$404.25) which represents the following fees:

Limited Partnership Filing Fee	\$308.00
Registered Agent Fee	\$ 35.00
Certificate Under Seal	\$ 52.50
Certified Copy	<u>\$ 8.75</u>
Total:	\$404.25

Please file the original of the Certificate of Limited Partnership and Affidavit of Capital Contributions and return a certified copy to the following:

Robert Rappel, DO, Esq.
Rappel & Rappel, P.A.
Bridgewater
1515 Indian River Boulevard, Suite A 210
Vero Beach, Florida 32960-7103
Telephone Number: 772.778.8885
Telecopy: 772.778.8883

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Department of State
Division of Corporations
August 18, 2004
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Your prompt attention to this matter would be greatly appreciated. Should you have any questions in regard to the above, please contact me directly at the above number at your convenience.

Very truly yours,


RAPPEL & RAPPEL
A Professional Association

ROBERT RAPPEL, D.O., ESQ.
For the Firm

DRR/
Enclosures

cc: Michael Shea, Member Manager
American Urological Enterprises, L.L.C., General Partner (w/encl.)

Filing Ltd. Secretary of State 08.17.2004

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. Florida Cryotherapy Partners I, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1986 35th Avenue, Vero Beach, Florida 32960
(Business address of Limited Partnership)
3. DEC Consultants, Inc.
(Name of Registered Agent for Service of Process)
4. 1515 Indian River Boulevard, Suite A 210, Vero Beach, Florida 32960-7103
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1986 35th Avenue, Vero Beach, Florida 32960
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2043

8. Name(s) of general partner(s): _____ Street address: _____

<u>American Urological Enterprises,</u>	<u>1986 35th Avenue</u>
<u>LLC <u>LOU-540</u></u>	<u>Vero Beach, Florida 32960</u>
_____	_____
_____	_____

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

Signed this 18th day of August, 2004

Signature of all general partners:

T. Michael Shea Managing Member

General Partner

American Urological Enterprises, LLC

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of Florida Cryotherapy
Partners I, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 44,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 44,000.00.

Signed this 18th day of August, 2004.

FURTHER AFFIANT SAYETH NOT.

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

T. Michael Lee Managing Member.
General Partner

General Partner

American Urological Enterprises, LLC

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA

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