

Certificate of Limited Partnership

A04000001659
FILED
October 21, 2004
Sec. Of State
dcushing

Name of Limited Partnership:

CLEMATIS PARTNERS, LTD.

Business Address of Limited Partnership:

100 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL. US 33401

Mailing Address of Limited Partnership:

P.O. BOX 1625
WEST PALM BEACH, FL. US 33402

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

JONATHAN R SATTER
100 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL. 33401

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JONATHAN R. SATTER

The latest date upon which the Limited Partnership is to be dissolved is:

DECEMBER 31, 2044

The name and address of all general partners are:

Title: G
JONATHAN R SATTER
115 PALMETTO LANE
WEST PALM BEACH, FL. 33405 US

Title: G
DONALD K DEWOODY JR.
1280 BEAR ISLAND DRIVE
WEST PALM BEACH, FL. 33409 US

Title: G
MARK B ELHILOW
215 5TH STREET #200
WEST PALM BEACH, FL. 33401 US

**Affidavit of Capital Contributions
For Florida Limited Partnership**

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The undersigned constituting all of the general partners of:
CLEMATIS PARTNERS, LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:
400,000.00

The total amount contributed and anticipated to be contributed by the
limited partners at this time totals:
1,600,000.00

Signed this Twenty First day of October, 2004

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

General Partner Signature: JONATHAN R. SATTER

General Partner Signature: DONALD K. DEWOODY, JR.

General Partner Signature: MARK B. ELHILOW