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10/11/04--01071--003 \*\*1837.50

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TALLAHASSEE, FLORIDA

LL 10/29/04



# *The Birchwood Group LLC*

4370 South Tamiami Trail ♦ Suite 312 ♦ Sarasota, FL 34231

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

September 24, 2004

Dear Sir or Madam:

W04-37939

Please find enclosed a Certificate of Limited Partnership and an Affidavit of Capital Contributions for Florida Limited Partnership. Please return, along with the acknowledgement, a certified copy of the certificate to the name and address above.

Please find enclosed a check in the amount of \$1837.50 for filing fees (\$1750.00), designation of registered agent (\$35), and the certified copy requested (\$52.50).

In the event that more information is required, please contact Mr. Rordan Hart at (607) 387-4014 between the hours of 8:30am and 4:00pm, Monday through Friday.

Thank you for your attention.

The Birchwood Group, LLC

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 14, 2004

THE BIRCHWOOD GROUP LLC  
4370 SOUTH TAMiami TRAIL  
SUITE 312  
SARASOTA, FL 34231

SUBJECT: THE BIRCHWOOD, LTD.  
Ref. Number: W04000037939

We have received your document for THE BIRCHWOOD, LTD. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 004A00059343

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**CERTIFICATE OF LIMITED PARTNERSHIP**

1. The Birchwood, Ltd. The Birchwood Group, Ltd.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 4370 South Tamiami Trail, Suite 312, Sarasota, FL 34231  
(Business address of Limited Partnership)
3. David L. Gordon  
(Name of Registered Agent for Service of Process)
4. 4370 South Tamiami Trail, Suite 312, Sarasota, FL 34231  
(Florida street address for Registered Agent)
5. See below  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4370 South Tamiami Trail, Suite 312, Sarasota, FL 34231  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2054

8. Name(s) of general partner(s):

Street address:

The Birchwood Group, L.L.C.

4370 South Tamiami Trail

L04-79N

Suite 312

Sarasota, FL 34231

*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 1st day of September, 2004.

Signature of all general partners.

[Signature]  
General Partner

[Signature]  
General Partner

                      
General Partner

                      
General Partner

                      
General Partner

                      
General Partner

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

The undersigned constituting all of the general partners of ~~The Birchwood, Ltd.~~  
The Birchwood Group, Ltd.

a Florida Limited Partnership, certify:

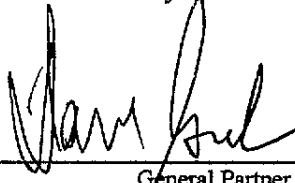
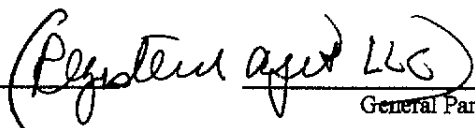
The amount of capital contributions to date of the limited partners is \$ 300,000

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 5,000,000

Signed this 1st day of September, 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.*

 _____ General Partner	 _____ General Partner
_____ General Partner	_____ General Partner
_____ General Partner	_____ General Partner

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