

Certificate of Limited Partnership

A05000000001
FILED
December 30, 2004
Sec. Of State
gharvey

Name of Limited Partnership:

NAPLES FLORIDA II, LIMITED PARTNERSHIP

Business Address of Limited Partnership:

2295 BAYVIEW AVENUE
TORONTO, ON. CA M4N 3K8

Mailing Address of Limited Partnership:

2295 BAYVIEW AVENUE
TORONTO, ON. CA M4N 3K8

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

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL. 33324

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

Registered Agent Signature: PETER F. SOUZA, SPECIAL ASST. SECRETARY

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

DECEMBER 31, 2054

The name and address of all general partners are:

Title: G
NAPLES FLORIDA IIGP, INC.
2295 BAYVIEW AVENUE
TORONTO, ON. M4N 3K8 CA

Affidavit of Capital Contributions For Florida Limited Partnership

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The undersigned constituting all of the general partners of:
NAPLES FLORIDA II, LIMITED PARTNERSHIP

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:
0.00

The total amount contributed and anticipated to be contributed by the
limited partners at this time totals:
10,000.00

Signed this Thirtieth day of December, 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: DAVID FINGOLD, PRESIDENT