

To:
Subject

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Florida Department of State
Division of Corporations
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2004 DEC 29 A 9 07

Electronic Filing Cover Sheet

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Division of Corporations
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**Please note effective date! 1.1.05..*

From:
Account Name : CORPDIRECT AGENTS, INC.
Account Number : 110450000714
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DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

NEHUSHTAN ASSOCIATES, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$1,785.00

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**This is the second filing in a 3-part filing process. Please give file date of 12.29.04 (same as file 1st doc # L04-94075).*

To:
Subject:

From: Patricia Tadlock

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2004 DEC 29 A 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP
OF

NEHUSHTAN ASSOCIATES, LTD.
a Florida Limited Partnership

The undersigned General Partner, desiring to form a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act, as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The Partnership's name is NEHUSHTAN ASSOCIATES, LTD., a Florida Limited Partnership.
2. The street address of the office of the Partnership is:
c/o John A. Moran
22 S. Links Avenue, Suite 300
Sarasota, Florida 34236
3. The name and street address of the Agent for service of process on the Partnership are as follows:
John A. Moran
c/o Dunlap & Moran
22 S. Links Avenue, Suite 300
Sarasota, Florida 3423
4. The name and business address of the General Partner are as follows:
NEHUSHTAN OF SRQ, LLC
c/o John A. Moran, Esq.
P.O. Box 3948
Sarasota, Florida 34230
L04-94075
5. The mailing address of the Partnership is:
c/o John A. Moran, Esq.
P.O. Box 3948
Sarasota, Florida 34230
6. The latest date on which the Limited Partnership is to be dissolved and its affairs wound up is December 31, 2054, unless the term of the Partnership is further extended by a Majority in Interest of the Partners, as defined in the Partnership Agreement.
7. The effective date of this Certificate of Limited Partnership shall be January 1, 2005.

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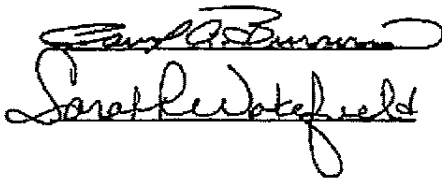
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The execution of this Certificate and Affidavit by the undersigned General Partner constitutes an affirmation, under the penalties of perjury, that the facts stated herein are true.

Dated: Dec 29th, 2004.

WITNESSES:

NEHUSHTAN OF SRQ, LLC,
a Florida Limited Liability
Company


Two handwritten signatures in cursive, one above the other, representing the witnesses.

By: 
John A. Moran, as the
Authorized Agent for
General Partner

THIS INSTRUMENT PREPARED BY:
JOHN A. MORAN, ESQUIRE
Florida Bar No. 718335
DUNLAP & MORAN, P.A.
Post Office Box 3948
Sarasota, FL 34230-3948
Telephone: 941-366-0115
JAM/RJP:cb/7046-2/Cert of Lim Part-2

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as statutory Registered Agent for ~~NEHUSHTAN~~
ASSOCIATES, LTD., a Florida Limited Partnership (the "Partnership"
in the foregoing Certificate of Limited Partnership), I hereby
agree to act in that capacity, and, on behalf of the Partnership,
to accept service of process for the Partnership and to comply
with any and all statutes relative to the complete and proper
performance of the duties of Registered Agent.

Dated: Dec 29th, 2004

Registered Agent:


John K. Moran
22 S. Links Avenue, Ste. 300
Sarasota, Florida 34236

JAH/RJP:cb/7046-2/Cert of Lim Part

To:
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From: Patricia Tadlock

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AFFIDAVIT OF CAPITAL CONTRIBUTION 2004 DEC 29 A 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, NEHUSHTAN OF SRQ, LLC, a Florida limited liability company, constituting all of the General Partners of NEHUSHTAN ASSOCIATES, LTD. a Florida Limited Partnership (the "Partnership"), does hereby certify as follows:

1. The amount of capital contribution to the Partnership made by the Limited Partners is in aggregate of sixteen million six hundred and sixty thousand and No/100 (\$16,660,000) Dollars.

2. At this time it is anticipated that the Limited Partners will make no additional capital contributions.

Under penalties of perjury, I declare that I have read the foregoing and know the contents thereof and that the facts are true and correct to the best of my knowledge and belief.

Executed this 29th day of Dec, 2004.

NEHUSHTAN OF SRQ, LLC,
a Florida Limited Liability Company

By: 
Jenn A. Moran, Authorized Agent

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