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Division of Corporations
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2005 MAY -6 AM 8:15
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FLORIDA LIMITED PARTNERSHIP

Benton Meritage, Ltd.

Resubmit.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 9, 2005

C T CORPORATION SYSTEM

SUBJECT: BENTON MERITAGE LP
REF: W05000023258

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TALLAHASSEE, FLORIDA

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

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) 245-6043.

Joey Bryan
Document Specialist

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DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

1. Boston Mortgage, Ltd.
 (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 4481 Legendary Drive, Suite 100, Destin, Florida 32541
 (Business address of Limited Partnership)

3. Robert T. Corcoran
 (Name of Registered Agent for Service of Process)

4. 4481 Legendary Drive, Suite 100, Destin, Florida 32541
 (Florida street address for Registered Agent)

5. [Signature]
 (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 4481 Legendary Drive, Suite 100, Destin, Florida 32541
 (Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: May 5, 2099

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

Street address:

Boston Mortgage, LLC

4481 Legendary Drive, Suite 100

#L050000356666

Destin, Florida 32541

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 5th day of May, 2005.

Signature of all general partners:

X [Signature]
 General Partner

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 Boston Mortgage, LP

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 1,000.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000.

Signed this 5th day of May, 2005.

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.

[Signature]
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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TALLAHASSEE, FLORIDA