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SEALING STATE
TALLAHASSEE, FLORIDA

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Ltd.

1.) Sembler Family Partnership #40, Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

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TALLAHASSEE, FLORIDA

7. The latest date upon which the Limited Partnership is to be dissolved is January 1, 2030.

- Specific address:

5858 Central Avenue
St. Petersburg, Florida 33707

Signature of all general partners:

_____ President
 _____ General Partner
 _____ General Partner
 _____ General Partner

General Partner
General Partner
General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting all of the general partners of Sembler Family Partnership #40, Ltd., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 99.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 99.00.

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.

Sembler Retail II, Inc.



General Partner

President

General Partner

General Partner

General Partner

General Partner

General Partner

Signed this ____ day of May 2005.