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LUSK, DRASITES & TOLISANO

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Division of Corporations

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FLORIDA LIMITED PARTNERSHIP

ORANGE GROVE PROJECT, LLLP

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\* Note \* The Statement of Qualification to follow.

**LUSK, DRASITES & TOLISANO, P.A.**

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Certified Business Litigation Lawyer  
\*\*\*\* Admitted in Florida and Kansas  
\*\*\*\*\* Admitted in Florida and New York

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### CERTIFICATE OF LIMITED PARTNERSHIP

1. ORANGE GROVE PROJECT, LLLP  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 4834 PALM BEACH BLVD., FORT MYERS, FL 33905  
(Business address of Limited Partnership)
3. TOM VENETIS  
(Name of Registered Agent for Service of Process)
4. 4834 PALM BEACH BLVD., FORT MYERS, FL 33905  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 4834 PALM BEACH BLVD., FORT MYERS, FL 33905  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 20 years

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

Street address:

VENPER, LLC L05-56150

4834 PALM BEACH BLVD.

FORT MYERS, FL 33905

*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 8th day of JUNE, 2005.

Signature of all general partners:



General Partner

General Partner

BY: TOM VENETIS

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* \_\_\_\_\_  
**ORANGE GROVE PROJECT, LLLP**

*a Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is \$ 1,800,000.00 .

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 1,800,000.00 .

Signed this 8th day of JUNE, 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.*

  
\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

**BY: TOM VENETIS**  
\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
General Partner

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