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M. BURR KEIM COMPANY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

FLORIDA LIMITED PARTNERSHIP

THEO PARTNERS, LP

Certificate of Status	1
Certified Copy	0
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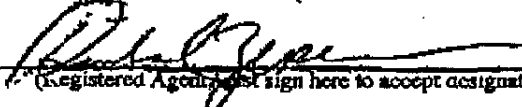
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CERTIFICATE OF LIMITED PARTNERSHIP **FILED**

2005 JUN 23 A 8:05

1. THEO PARTNERS, LP
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership") STATE
TALLAHASSEE, FLORIDA
2. 1247 Aquila Loop, Celebration, FL 34747
(Business address of Limited Partnership)
3. Richard Zeper
(Name of Registered Agent for Service of Process)
4. 1247 Aquila Loop, Celebration, FL 34747
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1008 Colonial Drive, Newtown, PA 18940
(Mailing Address of the Limited Partnership)

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

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

Street address:

THEO MANAGEMENT, LLC1247 Aquila LoopLOS-62568Celebration, FL 34747


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 17th day of June, 2005.

Signature of all general partners:

General PartnerGeneral PartnerGeneral Partner

By:

THEO MANAGEMENT, LLC
Stuart Schlesselman, ManagerGeneral PartnerGeneral Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of THEO PARTNERS, LP

a Florida Limited Partnership, certify:

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

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

Signed this 17th 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

General Partner

By:

THEO MANAGEMENT, LLC

General Partner
Stuart Schloffman, Manager

General Partner

General Partner