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CAROL A VANCE, Esq., CPA, PLC. 411 55th Avenue St. Pete Beach, Florida 33706 (727) 367-1222 fax (727) 367-1221 cavcpa@tampabay.rr.com

Member of the Florida and California Bars

CPA Licensed in FL and CA

August 16, 2005

To:

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

SUBJECT:

801 LIGHTHOUSE, LTD.

The enclosed Statement of Qualification for Florida Limited Liability Limited Partnership and fee(s) are submitted for filing. The fee breakdown is as follows:

- Certificate of Limited Partnership (\$35).
- Affidavit of Capital Contributions (\$1,750).
- Statement of Qualification (\$25).

A check for \$1,810 is enclosed for the above fees.

Please return all correspondence concerning this matter to the following:

From:

Carol A. Vance, Esq. Carol A. Vance, Esq. CPA, PLC 411 55th Avenue St. Pete Beach, FL 33706

For further information concerning this matter, please call:

Carol A. Vance, Esq. (727) 367-1222

SECRETARY OF CTATE

III U

CERTIFICATE OF LIMITED PARTNERSHIP

Name and Address of Partnership:

801 LIGHTHOUSE, LTD. 2409 SUNSET WAY ST. PETE BEACH, FL 33706

Name and Address of Registered Agent:

Carol A. Vance, Esq. Carol A. Vance, Esq., CPA, PLC 411 55th Avenue St. Pete Beach, FL 33706

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

JANUARY 31, 2100

GENERAL PARTNER

RUPP 801 LIGHTHOUSE GP, LLC - ROBERT F. RUPP JR., MANAGING MEMBER 2409 SUNSET WAY, ST. PETE BEACH, FL 33706

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct

Signed this 10 th day of 1 and 1 and 2 and 2 and 3 and 3 and 4 and 5 and

Robert F. Rupp, Jr., Managing Member

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of **801** LIGHTHOUSE, LTD., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$250,000. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$250,000.00.

Signed this	10th	day of	August	. 2005
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# FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Rupp 801 Lighthouse GP, LLC – General Partner Robert F. Rupp, Jr., Managing Member THE HAIL SON