

1201 HAYS STREET
TALLAHASSEE, FL 32301-3607
800-342-8086
A9600001647

CSC networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICE ACCOUNT

96 AUG 28 AM 10: 55
DIVISION OF SECRETARY OF STATE
NO. 072100000032

REFERENCE : 066393 4348553

AUTHORIZATION :

COST LIMIT : \$

Patricia Pizutto
Patricia Pizutto
140.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 28 PM 12: 53

ORDER DATE : August 27, 1996

ORDER TIME : 9:50 AM

ORDER NO. : 066393

CUSTOMER NO: 4348553

900001934499

CUSTOMER: Christopher J. Smolka, Esq
DUKE HOLZMAN YAEGER &
PHOTIADIS LLP
2500 Mainplace Tower

Buffalo, NY 14202

DOMESTIC FILING

NAME: REGER INVESTMENT FUND LTD.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

[Signature]

[Signature]

9/5/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 27 PM 12: 53

FILED STATE
SECRETARY OF CORPORATIONS
96 MAR 28 PM 12:53

**CERTIFICATE OF
LIMITED PARTNERSHIP OF
REGER INVESTMENT FUND LTD.**

**Pursuant to the Florida Revised
Uniform Limited Partnership Act**

**CERTIFICATE OF
LIMITED PARTNERSHIP OF
REGER INVESTMENT FUND LTD.**

**Pursuant to the Florida Revised
Uniform Limited Partnership Act**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 28 PM 12:34

This Certificate of Limited Partnership, made this 1st day of August, 1996, by
LAWRENCE H. REGER and JUDITH A. SMITH, as General Partners, on behalf of Reger
Investment Fund Ltd., in accordance with the Revised Uniform Limited Partnership Act of
the State of Florida (Part I, Chapter 620, Florida Statute, as amended).

W I T N E S S E T H

In consideration of the premises and of the mutual promises, obligations and
agreements contained herein and in order to form a limited partnership under the Florida
Revised Uniform Limited Partnership Act, the parties hereto, intending to be legally bound,
do hereby certify as follows:

I. NAME AND PRINCIPAL PLACE OF BUSINESS:

The name of the Partnership is Reger Investment Fund Ltd. The
location of the principal place of business of the Partnership is 1474 Via Privado, Jupiter,
Florida 33458.

II. NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS:

The name of the agent for service of process is Lawrence H. Reger
whose address is 1474 Via Privado, Jupiter, Florida 33458.

III. PARTNERS:

The name and business address of the General Partners are as follows

Lawrence H. Reger - General Partner 1474 Via Privado
Jupiter, Florida 33458

Judith A. Smith - General Partner c/o 2730 Transit Road
West Seneca, New York 10624

IV. MAILING ADDRESS:

The mailing address of the limited partnership is 1474 Via Privado,
Jupiter, Florida 33458.

V. TERM:

The term for which the Partnership is to exist begins on the date when the Certificate shall have been filed with the Department of the State of Florida and shall continue until December 31, 2016, unless sooner terminated by law or under the provisions of the Limited Partnership Agreement or extended by mutual consent of the partners.

**VI. INITIAL CAPITAL CONTRIBUTIONS OF THE PARTNERS IN
THE PARTNERSHIP:**

Each General and Limited Partner has contributed to the Partnership as an Initial Capital Contribution the amount as set forth on the Affidavit attached herewith as Exhibit "A".

FILED
STATE
CLERK
DIVISION
AUG 28 10 24 AM '96

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been
executed as of the day and year written above.

GENERAL PARTNER:


LAWRENCE H. REGER

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
96 AUG 28 PM 12:54

Sworn to and subscribed before
me this 23rd day of August, 1996:


Notary Public

My Commission Expires: 1/11/97
[NOTARIAL SEAL]

DOUGLAS E. SZALANSKY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 1/11/97

GENERAL PARTNER:


JUDITH A. SMITH

Sworn to and subscribed before
me this 23rd day of August, 1996:


Notary Public

My Commission Expires: 1/11/97

[NOTARIAL SEAL]

DOUGLAS E. SZALANSKY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 1/11/97

EXHIBIT A

AFFIDAVIT

The undersigned General Partners of the Reger Investment Fund Ltd. (RIF) after being duly sworn, hereby certify the following sets forth the Initial Capital Contribution of each of the General and Limited Partners of RIF as of August 1, 1996.

<u>General Partner</u>	<u>Contributions In Dollars Of Fair Value</u>	<u>Capital and Profit Participation Percentage</u>
Lawrence H. Reger	\$5,000.00	50%
Judith A. Smith	-0-	0%
<u>Limited Partner</u>		
Judith A. Smith	\$5,000.00	50%
	\$10,000.00	100%

No further contributions are anticipated.

This Affidavit executed this 23rd day of August, 1996.

Sworn to and subscribed before
me this 23rd day of August, 1996:

Douglas E. Szalasny
My Commission Expires: 1/11/97

DOUGLAS E. SZALASNY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 1/11/97

Sworn to and subscribed before
me this 23rd day of August, 1996:

L. Reger
LAWRENCE H. REGER

Judith A. Smith
JUDITH A. SMITH

Douglas E. Szalasny
Notary Public

My Commission Expires: 1/11/97

[NOTARIAL SEAL]
DOUGLAS E. SZALASNY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 1/11/97

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION
96 AUG 28 PM 12:54


**CERTIFICATE DESIGNATING AGENT UPON WHOM
PROCESS MAY BE SERVED**

The following is submitted in accordance with the requirements of Part
Chapter 620, Florida Statutes, as amended:

REGER INVESTMENT FUND LTD. desiring to organize as a limited
partnership under the laws of the State of Florida with its principal street address, as
indicated in the Certificate of Limited Partnership, in the Town of Jupiter, State of Florida,
has named Lawrence H. Reger, 1474 Via Privado, Jupiter, Florida 33458, as its agent to
accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated limited
partnership at the place designated in this Certificate, I hereby accept to act in this capacity
and agree to comply with the provisions of Chapter 620, relative to keeping open said office.



LAWRENCE H. REGER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96-AUG 28 PM 12:54

A96 00000 1647



ACCOUNT NO. : 072100000032

REFERENCE : 398865 4348553

AUTHORIZATION : Patricia Pignatelli

COST LIMIT : \$ 87.50 / 105.08

ORDER DATE : May 20, 1997

ORDER TIME : 9:22 AM

ORDER NO. : 398865-005

500002188015--3

CUSTOMER NO: 4348553

CUSTOMER: Christopher J. Smolka, Esq
Duke Holzman Yaeger &
2500 Mainplace Tower

Buffalo, NY 14202

DOMESTIC AMENDMENT FILING

NAME: REGER INVESTMENT FUND LTD.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 22 14:11:37

A96-1647

Name Availability	OK
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgement	OK
W. P. Verifier	OK

RECEIVED
97 MAY 22 14:10:39
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 MAY 22 AM 11:37

**FIRST AMENDMENT OF
CERTIFICATE OF
LIMITED PARTNERSHIP OF
REGER INVESTMENT FUND LTD.**

**Pursuant to the Florida Revised
Uniform Limited Partnership Act**

**FIRST AMENDMENT OF
CERTIFICATE OF
LIMITED PARTNERSHIP OF
REGER INVESTMENT FUND LTD.**

**Pursuant to the Florida Revised
Uniform Limited Partnership Act**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 22 AM 11:37

This First Amendment of Certificate of Limited Partnership is made this 15th day of May, 1997, by JUDITH A. SMITH, as General Partner, on behalf of Reger Investment Fund Ltd. in accordance with the Revised Uniform Limited Partnership Act of the State of Florida (Part I, Chapter 620, Florida Statutes, as amended).

I. NAME OF PARTNERSHIP:

The Name of the Partnership is the Reger Investment Fund Ltd.

II. DATE OF CERTIFICATE OF LIMITED PARTNERSHIP:

The Certificate of Limited Partnership of the Reger Investment Fund Ltd., dated August 1, 1996, was filed on August 28, 1996.

III. AMENDMENT:

Article III of the Certificate of Limited Partnership is amended to reflect the addition of Gordon Reger as a General Partner, by deleting Article III in its entirety and substituting therefore the following:

"III. PARTNERS:

The names and business addresses of the General Partners are as follows:

Lawrence H. Reger - General Partner	1474 Via Privado Jupiter, Florida 33458
Judith A. Smith - General Partner	c/o 2730 Transit Rd. West Seneca, New York 14224


Gordon Reger - General Partner

c/o 2730 Transit Rd.
West Seneca, New York 14224"

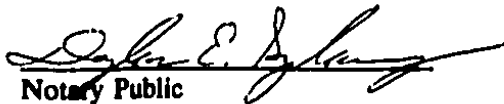
IN WITNESS WHEREOF, this First Amendment of Certificate of Limited

Partnership has been executed as of the day and year written above.

GENERAL PARTNER:

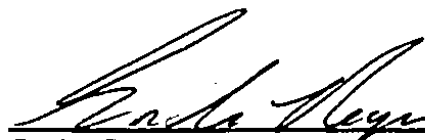

Judith A. Smith

Sworn to before me this
16th day of May, 1997.

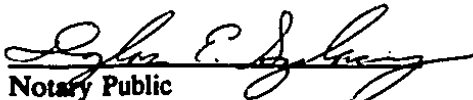

Notary Public

DOUGLAS E. SZALASNY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 4/1/99

GENERAL PARTNER:


Gordon Reger

Sworn to before me this
16th day of May, 1997.


Notary Public

DOUGLAS E. SZALASNY
Notary Public, State of New York
Qualified in Erie County
My Commission Expires 4/1/99

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