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NAME: FREDERICK M. GARFIELD, M.D. FAMILY PARTNERSH
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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
FREDERICK M. GARFIELD, M.D. FAMILY PARTNERSHIP, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, do hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is:

Frederick M. Garfield, M.D. Family Partnership, Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is 4119 N. State Road 7, Suite 245, Lauderdale Lakes, FL 33319.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Neil F. Garfield, 4119 N. State Road 7, Suite 245, Lauderdale Lakes, FL 33319.

4. The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNERS

BUSINESS ADDRESS

Neil F. Garfield

4119 N. State Road 7, Suite 245
Lauderdale Lakes, FL 33319

Gary J. Garfield

9800 West Sample Road
Coral Springs, FL 33065

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Prepared by:

Joseph T. Dacanle, Jr., Esq., FL Bar #857350
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6600

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5. A mailing address for the Partnership is 4119 N. State Road 7, Suite 245, Lauderdale Lakes, FL 33319.

6. The latest date upon which the Partnership is to dissolve is December 31, 2050, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. An affidavit as to capital contributions of the limited partners is submitted herewith and hereby incorporated herein by reference.

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals to this Certificate this 19 day of September, 1996.

GENERAL PARTNERS:


NEIL F. GARFIELD


GARY J. GARFIELD

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TALLAHASSEE, FLORIDA

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FTL-172468-2

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Fort Lauderdale, Florida 33301
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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Frederick M. Garfield, M.D. Family Partnership, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act.

DATED this 19 day of September, 1996.
NEIL F. GARFIELDFILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
FREDERICK M. GARFIELD, M.D. FAMILY PARTNERSHIP, LTD.**

The undersigned, constituting the General Partners of Frederick M. Garfield, M.D. Family Partnership, Ltd. (the "Partnership"), a Florida limited partnership, certify as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and property to the Partnership have a value of \$1,000 and no additional capital contributions are anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANTS SAITH NOT.

Under the penalties of perjury we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.


NEIL F. GARFIELD
GARY M. GARFIELD

#96000013526

FTL137146612

Prepared by:

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