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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 168287 4718535

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : \$ 156.80

ORDER DATE : November 26, 1996

ORDER TIME : 11:05 AM

ORDER NO. : 168287-010

CUSTOMER NO: 4718535

200002014912--4

CUSTOMER: Mary Beth Clary, Esq
PORTER WRIGHT MORRIS & ARTHUR
Suite 400
4501 Tamiami Trail North
Naples, FL 33940

DOMESTIC FILING

NAME: GARDNER OF FLORIDA, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS *BK*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 26 PM 2:06

RECEIVED
96 NOV 26 PM 1:14
DIVISION OF CORPORATIONS

11/26/96

CERTIFICATE OF LIMITED PARTNERSHIP OF

GARDNER OF FLORIDA, LTD.
a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

1. The name of the Partnership is **GARDNER OF FLORIDA, LTD.**
2. The address of the office of the Partnership is

4501 Tamiami Trail North
Suite 400
Naples, Florida 34103
3. The name and address of the agent for service of process on the Partnership are

Mary Beth M. Clary, Esq.
4501 Tamiami Trail North
Suite 400
Naples, Florida 34103
4. The name and business address of the sole general partner are

Finn Acquisitions, Inc.
1150 Chesapeake Ave.
Columbus, OH 43212 *P96000094952*
5. The mailing address of the Partnership is

c/o Finn Acquisitions, Inc.
1150 Chesapeake Ave.
Columbus, OH 43212
6. The latest date upon which the Partnership shall dissolve is December 31, 2040.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of GARDNER OF FLORIDA, LTD. this 25th day of November, 1996.

GENERAL PARTNER:

FINN ACQUISITIONS, INC.

By: 

Michael L. Finn, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF

GARDNER OF FLORIDA, LTD.
a Florida limited partnership

The undersigned constituting the sole general partner of GARDNER OF FLORIDA, LTD., a Florida limited partnership, hereby certifies:

The amount of capital contributions to date of the limited partners is \$9,900.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$9,900.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

IN WITNESS WHEREOF, this Affidavit of Capital Contributions has been executed by the sole general partner of GARDNER OF FLORIDA, LTD. this 25th day of November, 1996.

GENERAL PARTNER:

FINN ACQUISITIONS, INC.

By: 

Michael L. Finn, President

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