

# The Advisors Group

32 Liberty Square  
Rockland, MA 02370  
(617) 878-0070

# A96000002471

December 17, 1996

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Rocky Point Limited Partnership

000002036320--6  
-12/24/96--01028--004  
\*\*\*1435.00 \*\*\*1435.00

Dear Sir/Madam:

Enclosed you will find the following documents with regard to the above-referenced Limited Partnership:

1. Affidavit of Capital Contributions;
2. Certificate of Limited Partnership;
3. Check in the amount of \$1,435.00 made payable to the Florida Department of State, which sum represents the filing fee and designation of agent.

Please call me at the above-referenced address if you have any questions with regard to this matter.

Thank you for your assistance.

Very truly yours,

*Barbara E. Gurnis*

Barbara E. Gurnis

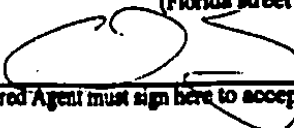
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Number	000
Updated	000
Updated	cc: Donald K. Heap
Verifier	
Acknowledgment	000
W. P. Verifier	000

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TC  
\$200,000.00

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## CERTIFICATE OF LIMITED PARTNERSHIP

1. Rocky Point Limited Partnership  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. Suite 322, 1326 SE 17th Street, Ft. Lauderdale, FL 33316  
(Business address of Limited Partnership)
3. Donald K. Heap  
(Name of Registered Agent for Service of Process)
4. Suite 322, 1326 S.E. 17th Street, Ft. Lauderdale, FL 33316  
(Florida street address for Registered Agent)
5.   
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. Suite 322, 1326 S.E. 17th Street, Ft. Lauderdale, FL 33316  
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2001

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

Street address:

Donald K. Heap

1326 S.E. 17th St., Ft. Lauderdale, FL

*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 1st day of December, 19 95.

Signature of all general partners:

  
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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

The undersigned constituting all of the general partners of Rocky Point Limited Partnership

a Florida Limited Partnership, certify:


The amount of capital contributions to date of the limited partners is \$ 200,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time  
totals \$ 200,000.00.

Signed this 1st day of December, 1995.

**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

General Partner

General Partner

General Partner

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