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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	C. TAX 1750, 00 PLING 1785, 00 10/23/97
Ordered By:		N. BARK
Date:		TEHNO

CERTIFICATE OF LIMITED PARTNERSHIP OF INVESTMENT GROUP, LTD.

The undersigned General Partners, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby state as follows:

- 1. The name of the partnership shall be IDP INVESTMENT GROUP, LTD. (the "Partnership").
- 2. The address of the office of the Partnership is:

146 26th Avenue NE St. Petersburg, FL 33704

3. The name and address of the agent for service of process on the Partnership are as follows:

Monica I. Dalton 146 26th Avenue NE St. Petersburg, FL 33704

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

NAME	<u>ADDRESS</u>
Joseph Izzo	146 26th Avenue NE St. Petersburg, FL 33704
Monica I. Dalton	146 26th Avenue NE St. Petersburg, FL 33704
Dr. Joseph A. Izzo	71 Kendal Avenue Maplewood, NJ 07040
Jeffrey Izzo	8 Crescent Street Wellesley, MA 02181

5. The mailing address of the Partnership is:

146 26th Avenue NE St. Petersburg, FL 33704

6. The latest date upon which the Partnership shall dissolve is December 31, 2047, unless sooner terminated as provided in the Limited Partnership Agreement of IDP INVESTMENT GROUP, LTD., dated October 21, 1997, or by law.

The execution of this Certificate of Limited Partnership by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

IN WITNESS WHEREOF, the undersigned, constituting all of the General Partners of IDP INVESTMENT GROUP, LTD., have executed this Certificate of Limited Partnership of IDP INVESTMENT GROUP, LTD., to be effective as of the A day of October, 1997.

STATE OF FLORIDA COUNTY OF PINELLAS

COUNTY OF PINELLAS

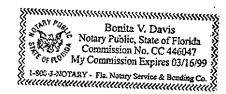
The foregoing instrument was sworn to and acknowledged before me this 2/ day of October, 1997 by Joseph Izzo, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited partnership, on behalf of the partnership, who produced drivers license identification.

NOTARY PUBLIC

STATE OF FLORIDA

Xamanananan () Bonita V. Davis
Notary Public, State of Florida
Commission No. CC 446047
My Commission Expires 03/16/99

The foregoing instrument was sworn to and acknowledged before me this day of October, 1997 by Monica I Dalton, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited behalf of partnership, on the partnership, who produced drivers license as identification.



STATE OF COUNTY OF COUNTY OF COUNTY
The foregoing instrument was sworn to and acknowledged be me this / day of
partnership, on behalf of the partnership, who produced in the partnership in t
MURIEI POGEDS NOTA PUR DIPLITE

A Notary Public of New Jersey
My Comm. Expires Nov. 4, 1999

STATE OF MA COUNTY OF Nactolk

The foregoing instrument was sworn to and acknowledged before me this 17 day of October, 1997 by Jeffrey Izzo, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited partnership, on behalf of the partnership, who produced matrices + Bank land as identification.

NOTARY PUBLIC

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been named as Registered Agent for IDP INVESTMENT GROUP, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of Registered Agent.

Monica I. Dalton REGISTERED AGENT

123772

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting all of the General Partners of IDP INVESTMENT GROUP, LTD., a Florida limited partnership (the Partnership"), upon being duly sworn, state and certify as follows:

- 1. The amount of initial capital contributions to the Partnership made by the initial Limited Partners is SEVEN HUNDRED SIXTY EIGHT THOUSAND DOLLARS (\$768,000.00).
- 2. The amount of additional capital contributions anticipated to be contributed by the Limited Partner is EIGHT HUNDRED THIRTY TWO THOUSAND DOLLARS (\$832,000.00).

FURTHER AFFIANT SAYETH NOT.

Under 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.

DATED effective as of the lay, of October, 1997.

Joseph Izzo

Monica I. Dallton

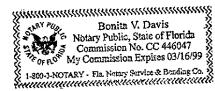
Dr. Joseph A. Fzzo

1.14.

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was sworn to and acknowledged before me this day of October, 1997 by Joseph Izzo, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited partnership, on behalf of the partnership, who produced drives light as identification.

NOTARY PUBLIC



STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was sworn to and acknowledged before me this day of October, 1997 by Monica I Dalton, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited on behalf of the partnership, produce partnership, as identification. rivers lience

STATE OF COUNTY OF

Yannananananananananananan Yannanananan Yannananan Yannan Yannan Yannan Yannan Yannan Yannan Yannan Yannan Yan SARY PUR. Bonita V. Davis Notary Public, State of Florida
Commission No. CC 446047
My Commission Expires 03/16/99

The foregoing instrument was sworn to and acknowledged before me this 18 day of OCYMUM, 1997 by Dr. Joseph A. Izzo, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited who produced on behalf of the partnership, partnership, as identificátion

> MURIEL ROGERS A Notary Public of New Jersey My Comm. Expires Nov. 4, 1999

NOTARY PUBLIC

STATE OF COUNTY OF Nostolk

The foregoing instrument was sworn to and acknowledged before me this 17 day of October , 1997 by Jeffrey Izzo, a General Partner of IDP INVESTMENT GROUP, LTD., a Florida limited behalf of the partnership, who produced partnership, onas identification. MA lies + Benk Card

123772