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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FOLEY & LARDNER

ACCT#: 072720000061

CONTACT: VALERIE R. HODGE

PHONE: (904)359-2000

FAX #: (904)359-8700

NAME: MULTI-DIMENSIONAL INTERNATIONAL CONSULTANTS

AUDIT NUMBER......H98000002023

DOC TYPE......FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... + 9

CERT. COPIES.....1

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PLEASE NOTE: ATTACHED IS CONSENT OF CORPORATION TO USE OF NAME BY LIMITED PARTNERSHIP.

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# CERTIFICATE OF LIMITED PARTNERSHIP OF MULTI-DIMENSIONAL INTERNATIONAL CONSULTANTS LIMITED PARTNERSHIP A Florida Limited Partnership

The undersigned general partner, desiring to form a limited partnership, pursuant to the Florida Revised Uniform Limited Partnership Act, Chapter 620, Florida Statutes, hereby states the following:

- 1. The name of the Partnership is Multi-Dimensional International Consultants Limited Partnership.
- 2. The address of the office of the Partnership is c/o Multi-Dimensional International Consultants, Inc., 221 Deer Haven Drive, Ponte Vedra Beach, Florida 32082.
- 3. The name and address of the agent for service of process on the Partnership is F&L Corp., 200 Laura Street, Jacksonville, Florida 32202.
  - 4. The name and address of the general partner of the Partnership are as follows:

Multi-Dimensional International Consultants, Inc. 221 Deer Haven Drive

Ponte Vedra Beach, Florida 32082

- 5. The mailing address of the Partnership is c/o Multi-Dimensional International Consultants, Inc., 221 Deer Haven Drive, Ponte Vedra Beach, Florida 32082.
  - 6. The latest date upon which the Partnership shall dissolve is December 31, 2040.

The date of formation of the Partnership shall be the date of filing of this Certificate with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of the Partnership this \_i\_ day of \_\_\_\_\_\_\_, 1997.

MULTI-DIMENSIONAL INTERNATIONAL CONSULTANTS, INC.

By: D. Larry Lemasters, President

Prepared by:

Linda Y. Kelso, Fla. Bar No. 298662

Foley & Lardner

200 Laura Street, Jacksonville, FL 32202

904/359-2000

Fax Audit No. H98000002023 3

## ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Multi-Dimensional International Consultants Limited Partnership, a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, F&L Corp., hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

F&L CORP.

Charles V. Hedrick, Authorized Signatory

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Date: <u>January 22</u>, 1998

STATE OF FLORIDA	)
COUNTY OF DUVAL	)

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared D. Larry Lemasters, the President of Multi-Dimensional International Consultants, Inc., the sole general partner of Multi-Dimensional International Consultants Limited Partnership, a Florida limited partnership (the "Partnership"), who, being by me duly sworn, certified as follows:

1. There have been no capital contributions made by limited partners as of the date hereof.

2. Capital contributions of \$30,000 are anticipated to be made by the limited partners of the Partnership.

## FURTHER AFFIANT SAYETH NOT.

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

IN WITNESS WHEREOF, the undersigned has executed this Affidavit this 1 day of 1997.

MULTI-DIMENSIONAL INTERNATIONAL CONSULTANTS, INC.

By: D. Larry Lemasters, President of Multi-Dimensional International Consultants, Inc.

1997, <i>bo</i> x)	The foregoing instrument w by D. Larry Lemasters. Such	ras acknowledged before me this 15th day of Ochlen, a person did take an oath and: (notary must check applicable					
D)	is/are personally known to me.						
	produced a current Florida	driver's license as identification.					
	produced	as identification.					
{Nota	ry Seal must be affixed}	Signature of Notate Of Signature of Signature of Notate Of Signature of Signa					
		Name of Notary (Typed, Printed or Stamped)					
	•	Commission Number (if not legible on seal):					
1	MY COMPANY BERVS	My Commission Expires (if not legible on seal):					

Multi-Dimensional International Consultants, Inc. hereby consents to and authorizes the use of the name Multi-Dimensional International Consultants Limited Partnership by Multi-Dimensional International Consultants Limited Partnership in the State of Florida.

> Dated: 10 , 1997.

> > Multi-Dimensional International Consultants, Inc.

President 5

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