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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 30, 1998

MARTIN E. WASHOFSKY, E.A., P.A. 4360 NORTHLAKE BLVD., STE 205 PALM BEACH GARDENS, FL 33410

SUBJECT: AMERICAN CAPITAL INVESTORS, L.P. Ref. Number: W9800009719

We have received your document for AMERICAN CAPITAL INVESTORS, L.P., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$1785.00.

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing Corporate Specialist

Letter Number: 998A00023708

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 13, 1998

MARTIN E. WASHOFSKY, E.A., P.A. 4360 NORTHLAKE BLVD., STE 205 PALM BEACH GARDENS, FL 33410

SUBJECT: AMERICAN CAPITAL INVESTORS, LIMITED PARTNERSHIP Ref. Number: W98000009719

We have received your document for AMERICAN CAPITAL INVESTORS, LIMITED PARTNERSHIP. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$1785.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing Corporate Specialist

Letter Number: 898A00026576

CERTIFICATE OF LIMITED PARTNERSHIP OF AMERICAN CAPITAL INVESTORS, LIMITED PARTNERSHIP

1.	American Capital Investors, Limited Partnership (Name of Limited Partnership)		
2.	<u>4360 Northlake Blvd., #205 Palm Beach Gardens, FL 33410</u> (Business Address of Limited Partnership)		
3.	Martin E. Washofsky, E.A., P.A. (Name of Registered Agent for Service of Process)	 9	BIV
4.	<u>4360 Northlake Blvd., #205 Palm Beach Gardens, FL 33410</u> Florida Street Address for Registered Agent Mate この たんしょ この たんしょう しょうしょう しょうしょう ひょうしょう しょうしょう ひょうしょう ひょうしょう しょうしょう しょうしょう しょうしょう しょうしょう ひょうしょう ひょうしょう ひょうしょう しょう ひょうしょう ひょうしょう ひょうしょう ひょう ひょうしょう ひょう ひょう ひょう ひょう ひょう ひょう ひょう ひょう ひょう ひ	98 MAY 29	ISION OF I
5.	(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)) AM 9: 03	DIVISION OF CORPORATIONS
6.	<u>4360 Northlake Blvd., #205 Palm Beach Gardens, FL 33410</u> (The Mailing Address of the Limited Partnership)	د ی	RS
7.	The latest date upon which the Limited Partnership is to be dissolved is December 31, 2047.		

8. NAME OF GENERAL PARTNER(S) American Capital Services, Inc. P97000081197 SPECIFIC ADDRESS 4360 Northlake Blvd., #205 Palm Beach Gardens, FL 33410

Signed this 1st day of October, 1997.

Signature of all General Partners:

American Capital Services, Inc. General Partner, by Martin E. Washofsky, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of American Capital Investors, L.P. a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$10,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1.000.000.00.

Dated this 1st day of October, 1997.

FURTHER AFFIANT SAYETH NOT.

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

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American Capital Services, Inc. General Partner, by Martin E. Washofsky, President