

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32309
(850) 224-8870 • 1-800-42-8002 • Fax (850) 224-6722

A98000001818

San Luis Obispo Investors Limited
Partnership

900002601519--9

-07/29/98-01056-008
****428.75 ****148.75

File ^{3rd}

B

ML 7/29/98

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ____ Art of Inc. File _____
- ☒ LTD Partnership File Cert
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ☒ Photo Copy _____
- ☒ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

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**CERTIFICATE OF LIMITED
PARTNERSHIP OF
SAN LUIS OBISPO INVESTORS LIMITED PARTNERSHIP**

The undersigned, desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, hereby states the following:

1. Name of Limited Partnership. The name of the limited partnership is:

San Luis Obispo Investors Limited Partnership
(the "Partnership")

2. Address of the Partnership. The office address of the Partnership is located at:

3801 PGA Boulevard, Suite 1000
Palm Beach Gardens, FL 33410

3. Registered Agent and Office. The name and address of the registered agent of the Partnership for service of process pursuant to Section 620.105, Florida Statutes, are:

Lawrence B. Juran, P.A.
3801 PGA Boulevard, Suite 1000
Palm Beach Gardens, FL 33410

4. Name and Address of the General Partner. The name and address of the sole general partner of the Partnership are:

San Luis Obispo Medical Equity Investors Limited Partnership
3801 PGA Boulevard, Suite 1000
Palm Beach Gardens, FL 33410

5. Mailing Address of the Partnership. The mailing address of the Partnership is:

3801 PGA Boulevard, Suite 1000
Palm Beach Gardens, FL 33410

6. Effective Date of Limited Partnership. The effective date of the Partnership shall be the date it is filed with the Secretary of State of Florida.

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7. Dissolution of the Partnership. The latest date upon which the Partnership is to dissolve is July 31, 2098.

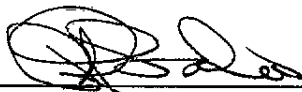
The execution of this Certificate of Limited Partnership by the undersigned sole General Partner of the Partnership constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 28th day of July, 1998.

SAN LUIS OBISPO MEDICAL EQUITY
INVESTORS LIMITED PARTNERSHIP, a
Florida limited partnership, its Sole General
Partner

By: SAN LUIS OBISPO MEDICAL EQUITY
CORPORATION, a Florida corporation,
Sole General Partner

By:


Patrick J. DiSalvo, Vice President

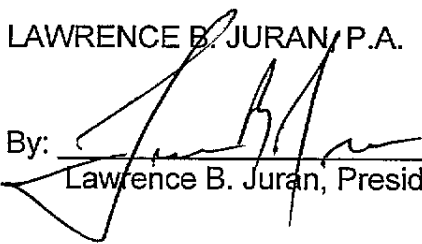
ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN NUMBER 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 28th day of July, 1998.

LAWRENCE B. JURAN, P.A.

By:


Lawrence B. Juran, President

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned notary public, personally appeared Patrick J. DiSalvo, Vice President of San Luis Obispo Medical Equity Corporation, a Florida corporation, which is the sole general partner of San Luis Obispo Medical Equity Investors Limited Partnership, a Florida limited partnership, which is the sole general partner of San Luis Obispo Investors Limited Partnership (the "Partnership"), whose business address is 3801 PGA Boulevard, Suite 1000, Palm Beach Gardens, FL 33410, who, upon being duly sworn, certified on behalf of the Partnership the following:

1. The amount of capital contributions to the Partnership made by the limited partners is \$10.00.
2. The amount anticipated to be contributed by the limited partners is \$1,000.00.

FURTHER AFFIANT SAYETH NOT:

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

Dated: July 28th, 1998.



Patrick J. DiSalvo

Sworn to and subscribed before me this 28th day of July, 1998 by Patrick DiSalvo, as Vice President of San Luis Obispo Medical Equity Corporation, a Florida corporation, on behalf of the corporation. Personally known X or produced _____ as identification.

NOTARY PUBLIC

Sign: Catherine M. Scott
Print: CATHERINE M. SCOTT
State of Florida at Large
My commission expires: _____
Serial Number, if any: _____

(NOTARIAL SEAL)

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