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Ltd.

1.) Sembler EDP Partnership #12, Ltd.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

6.) _____
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10.) _____
(CORPORATE NAME & DOCUMENT #)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SPECIAL INSTRUCTIONS

DIVISION OF CORPORATION

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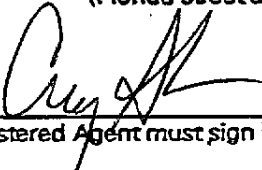
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CERTIFICATE OF LIMITED PARTNERSHIP OF

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1. Sembler EDP Partnership #12, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")
2. 5858 Central Avenue, St. Petersburg, Florida 33707
(Business address of Limited Partnership)
3. Craig Sher, President of Sembler Retail, Inc., sole general partner
(Name of Registered Agent for Service of Process)
4. 5858 Central Avenue, St. Petersburg, Florida 33707
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. P.O. Box 41847, St. Petersburg, Florida 33743-1847
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is 09/01/2023

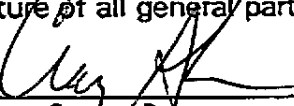
8. Name of general partner(s):

Specific address:

Sembler Retail, Inc. *P9600003312*

5858 Central Avenue, St. Petersburg,
Florida 33707

Signed this 29th day of September, 19 98.
Signature of all general partners:


General Partner
Craig Sher, President of Sembler
Retail, Inc., sole general partner

General Partner

General Partner

General Partner

General Partner

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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The undersigned constituting all of the general partners of

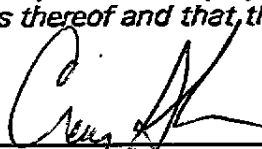
Sembler EDP Partnership #12, Ltd., a Florida Limited Partnership, certify.

The amount of capital contributions to date of the limited partners is \$ 100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 100.00.

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

Craig Sher, President of Sembler
Retail, Inc., sole general partner

General Partner

General Partner

General Partner

General Partner

General Partner

This 29th day of September, 19 98.