

Dec. 1 1998 5:19PM

No. 1930 P. 1/5

FLORIDA DIVISION OF CORPORATIONS

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H98000022385.2)))

TO: DIVISION OF CORPORATIONS
(850) 922-4003

FAX #:

FROM: TRIPP, SCOTT, CONKLIN & SMITH
075350000065

ACCT#:

CONTACT: IRIS HAIBI/RENEE LAURENCE

PHONE: (954) 525-7500

FAX #:

(954) 761-8475

NAME: AMERISOURCE FINANCIAL SERVICES, LTD.

AUDIT NUMBER.....H98000022385

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$140.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC - 2 PM 3:44

SCOTT TRIPP
TALLAHASSEE, FLORIDA

98 DEC - 2 PM 8:10

A98-2657

Name	OR 02
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

H98000022385

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
AMERISOURCE FINANCIAL SERVICES, LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership (the "Partnership") is AmeriSource Financial Services, Ltd.

2. The address of the office in Florida at which the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (1986) (the "Act") will be kept is 1975 East Sunrise Blvd., 5th Floor, Fort Lauderdale, Florida 33304.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is Dennis D. Smith, Esq., Tripp Scott, 110 S.E. 6th Street, 15th Floor, Ft. Lauderdale, Florida 33301.

4. The name and business address of the General Partner of the Partnership is as follows:

AmeriSource Financial Services, Inc.
1975 East Sunrise Blvd., 5th Floor
Fort Lauderdale, Florida 33304

998-71360

5. A mailing address for the Partnership is as follows:

1975 East Sunrise Blvd, 5th Floor
Fort Lauderdale, Florida 33304

6. The latest date upon which the Partnership is to dissolve is December 31, 2038, unless otherwise continued in accordance with the terms of an Amendment to this Certificate of Limited Partnership.

Prepared by: Dennis D. Smith, Esq.
Bar No. 242098
Tripp Scott
P.O. Box 14245
Fort Lauderdale, FL 33302
(954) 525-7500

Dec. 1. 1998 5:20PM

No. 1930 P. 3/5

H98000022385

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this Certificate
this 1st day of December 1998.

GENERAL PARTNER:

AmeriSource Financial Services, Inc.

By: Mark E. Hamilton
Mark E. Hamilton, President

By: Brent D. Burns
Brent D. Burns, Secretary

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of AmeriSource Financial Services, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act (1986).

Dennis D. Smith
Dennis D. Smith, Esq., Registered Agent

98 DEC - 2 PM 3:44
SECRETARY OF STATE
DIVISION OF CORPORATIONS

H98000022385

**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
AMERISOURCE FINANCIAL SERVICES, LTD.**

BEFORE ME, the undersigned President and Secretary of the sole General Partner of AmeriSource Financial Services, Ltd. (the "Partnership"), a Florida limited partnership, certify as follows:

The limited partners' contributions to the Partnership total \$0.00 at this time and it is anticipated that future contributions of limited partners will be \$1,000.00.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

Mark E. Hamilton

Mark E. Hamilton, President

Brent D. Burns

Brent D. Burns, Secretary

STATE OF FLORIDA)

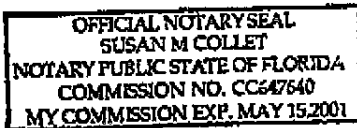
COUNTY OF BROWARD)

ss.:

The foregoing instrument was acknowledged before me this 1st day of December, 1998, by Mark E. Hamilton, President of AmeriSource Financial Services, Inc., a Florida corporation, who is personally known to me or who have produced FLDL H543545671250 as identification.

Susan M. Collet

Notary Public, State of Florida



Name of Acknowledger

Title or Rank

Serial Number, if any

9 DEC - 2 PM 3:44
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Dec. 1. 1998 5:20PM

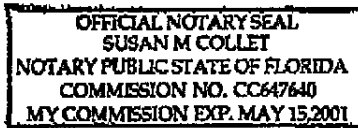
No. 1930 P. 5/5

H98000022385

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

ss.:

The foregoing instrument was acknowledged before me this 1st day of December, 1998,
by Brent D. Burns, Secretary of AmeriSource Financial Services, Inc., a Florida corporation, who is personally
known to me or who have produced FDL B65 2064593610 as identification.



Susan M. Collet
Notary Public, State of Florida

Name of Acknowledger

Title or Rank

Serial Number, if any

98 DEC -2 PM 3:44
SECRETARY OF STATE
DIVISION OF CORPORATIONS