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CERTIFICATE OF LIMITED PARTNERSHIP

THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA, a Florida limited partnership

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes, does hereby state the following:

1. The name of the Partnership is:

THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA

2. The address of the office of the Partnership is:

P. O. Box 1286 Sarasota, Florida 34230

3. The name and address of the agent for service of process on the Partnership is as follows:

Sam A. Idelson 1625 Lodge Drive South Sarasota, Florida 34239

4. The name and business address of the general partner of the Partnership is as follows:

Sam A. Idelson P. O. Box 1286 Sarasota, Florida 34230

5. The mailing address of the Partnership is:

P. O. Box 1286 Sarasota, Florida 34230

6. The latest date upon which the Partnership shall dissolve is December 31, 2048, unless the term of the Partnership is further extended by a Majority in Interest of the Partners as defined in the Limited Partnership Agreement.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA, a Florida limited partnership

Having been named to accept service of process for THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA, a Florida limited partnership, at the place designated in the foregoing Certificate of Limited Partnership, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 620.192 of the Florida Statutes.

Date: 12/18/98

SAM A. IDELSON

"REGISTERED AGENT"

STATE OF FLORIDA COUNTY OF SARASOTA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA, a florida limited partnership

BEFORE ME, the undersigned Notary Public, personally appeared SAM A. IDELSON, as general partner of THE S.A.M. LIMITED PARTNERSHIP OF SARASOTA, a Florida limited partnership, hereinafter referred to as "Partnership," who, upon being duly sworn, certified as follows:

- 1. The amount of the capital contributions of the limited partners of the Partnership is \$250,000.00.
- 2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is \$0.

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.

WITNESSES:	THE S.A.M. LIMITED PARTNERSHIP OF
	SARASOTA, a florida limited partnership
Almon M	Sam A galeson
	SAM A. IDELSON
Cynthia L. Snegde.	
•	"GENERAL PARTNER"
19 /K , by SAM A. IDELSON, as genera	wledged before me, this /8 day of <u>December</u> I partner of THE S.A.M. LIMITED PARTNERSHIP p, who is personally known to me and who did not take
an oath.	Notary Public Print Name
(JWW:xkm\4569-0\411137)	My Commission Expires