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FILING COVER SHEET

REFERENCE:	0174.5216
DATE:	1/21/99
CONTACT:	CINDY HICKS
FROM:	CORPORATE & CRIMINAL RESEARCH SERVICES 2 0000 103 N. MERIDIAN STREET
	TALLAHASSEE, FL 32301
TELEPHONE:	222-1173
SUBJECT:	KANE Management, LTD
PLEASE FILE: CARTICLES OF INC. (PANNUAL REPORT () QUALIFICATION () FICTITIOUS NAME () TRADEMARK/SERVICE PROVIDE US WITH:	TH CHECK # 4857 FOR \$ -1837.50 300002749963-8 -01/21/99-01080-008 ***1837.50 ***1837.50 () MERGER () WITHDRAWAL (X) LIMITED PARTNERSHIP () ANNUAL REPORT () LIMITED LIABILITY () REINSTATEMENT () UCC-1 () UCC-3
(X) CERTIFIED COPY	() CERTIFICATE OF STATUS () STATUS

CERTIFICATE OF LIMITED PARTNERSHIP OF KANE MANAGEMENT ASSOCIATES, LTD.,

SAM STOROGY OF ON 2: 3-

a Florida limited partnership

The undersigned general partners 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, do hereby state the following:

1. The name of the Partnership is:

KANE MANAGEMENT ASSOCIATES, LTD.

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

539 Norsota Way Sarasota, Florida 34242

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

STANLEY KANE 539 Norsota Way Sarasota, Florida 34242

4. The name and business address of the general partners are as follows:

STANLEY KANE, as Trustee of the Stanley B. Kane Revocable Trust u/a/d March 14, 1989, as amended 539 Norsota Way Sarasota, Florida 34242

5. The mailing address of the Partnership is:

539 Norsota Way Sarasota, Florida 34242

6. The latest date upon which the Partnership shall dissolve is December 31, 2049, unless the term of the Partnership is further extended by a Majority in Interest of the Partners as defined in the Limited Partnership Agreement.

7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the certificate of limited partnership with the Department of State.

The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

WITNESSES:

Stanley B. Kane, as Trustee of the Stanley B. Kane Revocable Trust u/a/d March 14, 1989,

as amended

to General Partner "GENERAL PARTNER"

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for KANE MANAGEMENT ASSOCIATES, LTD., 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: 4.1111111 30, 1999

STANLEY KANE, Registered Agent

STATE OF FLORIDA COUNTY OF SARASOTA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned Notary Public, personally appeared STANLEY B. KANE, as Trustee of the Stanley B. Kane Revocable Trust u/a/d March 14, 1989, as amended, the general partner of KANE MANAGEMENT ASSOCIATES, LTD., a Florida limited partnership, hereinafter referred to as "Partnership", who, upon being duly sworn, certifies as follows:

- 1. The amount of the capital contribution of the limited partners of the Partnership is \$\\ \bar{150,000}\].
- 2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is \$0.00.

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.

Stanley B. Kane, as Trustee of the Stanley B. Kane Revocable Trust u/a/d March 14, 1989, as amended

Subscribed and acknowledged before me this of the Stanley B. Kane Revocable Trust u/a/d March 14, 1989, as amended, who is personally known to me or who has produced as identification and who did not take an oath.

My Commission expires:

