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Ltd

- 1.) Seven Summits Financial, Ltd.
(CORPORATE NAME & DOCUMENT #)
- 2.) _____
(CORPORATE NAME & DOCUMENT #)
- 3.) _____
(CORPORATE NAME & DOCUMENT #)
- 4.) _____
(CORPORATE NAME & DOCUMENT #)
- 5.) _____
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CERTIFICATE OF LIMITED PARTNERSHIP OF
SEVEN SUMMITS FINANCIAL, LTD.
a Florida limited partnership

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The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states:

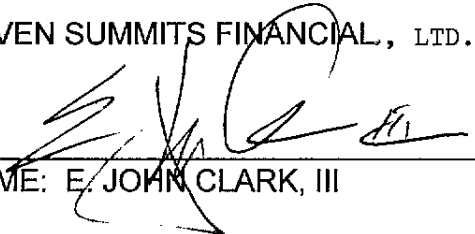
1. The name of the Partnership is SEVEN SUMMITS FINANCIAL, LTD.
2. The address of the office of the Partnership is 1113 North Lakeshore Boulevard, Howey in the Hills, Florida 34737.
3. The name and address of the agent for service of process on the Partnership is E. JOHN CLARK, III, 1113 North Lakeshore Boulevard, Howey in the Hills, Florida 34737.
4. The name and business address of the sole general partner is E. JOHN CLARK, III, 1113 North Lakeshore Boulevard, Howey in the Hills, Florida 34737.
5. The mailing address of the Partnership is 1113 North Lakeshore Boulevard, Howey in the Hills, Florida 34737.
6. The latest date upon which the Partnership shall dissolve is January 1, 2050.

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.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of SEVEN SUMMITS FINANCIAL, LTD. this 7th day of Dec., 1999.

GENERAL PARTNER:

SEVEN SUMMITS FINANCIAL, LTD.

BY: 

NAME: E. JOHN CLARK, III

TITLE: General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF POLK

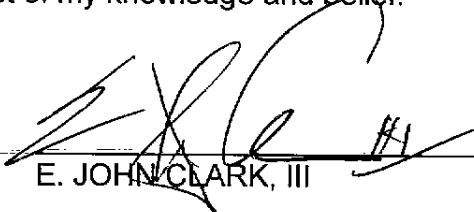
BEFORE ME, the undersigned authority, personally appeared E. JOHN CLARK, III, as General Partner of SEVEN SUMMITS FINANCIAL, LTD. the sole general partner of SEVEN SUMMITS FINANCIAL, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, One Hundred and No/100 (\$100.00) Dollars.

2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

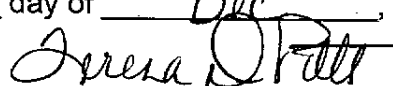
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

Date: 12-9-99

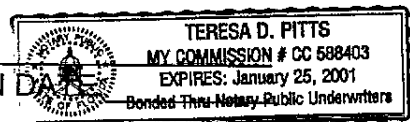

E. JOHN CLARK, III

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared E. JOHN CLARK, III, known to me and known by me to be the person who execute the foregoing Affidavit of Capital Contributions, and he/she acknowledged to me and before me that he executed this Affidavit as GENERAL PARTNER, sole General Partner of SEVEN SUMMITS FINANCIAL, LTD.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 9th day of Dec, 1999.



NOTARY PUBLIC:
COMMISSION NUMBER:
COMMISSION EXPIRATION DATE:

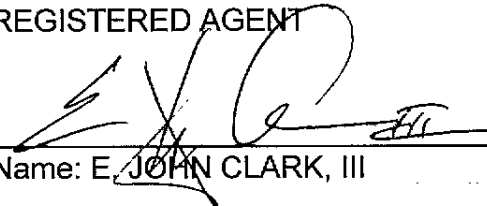


CLERK OF SUPERIOR COURT
COUNTY OF COVINGTON
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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for SEVEN SUMMITS FINANCIAL, LTD., , a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, I hereby agree to act in that capacity, and, on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT



Name: E. JOHN CLARK, III