

12/28/1999

14:12

ABEL BAND RUSSELL COLLIER → 2#526#918509224003

NO. 558

D02

Untitled

A99000002229

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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Division of Corporations
Fax Number : (850) 922-4003

From:

FORD & GORDON Account Name : ABEL, BAND, RUSSELL, COLLIER, PITCH
Account Number : 076077003322
Phone : (941) 366-6660
Fax Number : (941) 366-3999

FLORIDA LIMITED PARTNERSHIP

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 DEC 28 PM 3:40

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12/28/1999

14:12

ABEL BAND RUSSELL COLLIER → 2#526#918509224003

NO. 558

003

Untitled

RESPIMUN ASSOCIATES OF FLORIDA, LTD.

Certificate of Status 0
Certified Copy 1
Page Count 01
Estimated Charge \$140.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 28, 1999

ABEL, BAND, RUSSELL

SUBJECT: RESPIMUN ASSOCIATES OF FLORIDA, LTD.
REF: W99000029484

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP**RESPIMUN ASSOCIATES OF FLORIDA, LTD.,**
a Florida limited partnership

The undersigned general partner desiring to form a limited partnership ("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:

RESPIMUN ASSOCIATES OF FLORIDA, LTD.

2. The mailing address of the Partnership is:

2043 Harbor Links Drive
Longboat Key, FL 34228

3. The principal office address of the Partnership is:

2043 Harbor Links Drive
Longboat Key, FL 34228

4. The name and address of the registered agent of the Partnership is:

Bernhardt Trout
2043 Harbor Links Drive
Longboat Key, FL 34228

5. The name and address of the general partner of the Partnership is:

Bernana, Inc., a Delaware corporation
2043 Harbor Links Drive
Longboat Key, FL 34228

99-6692

6. The latest date upon which the Partnership shall dissolve is December 31, 2049.
7. The effective date of this Partnership shall be the effective date of the filing of this Certificate of Limited Partnership with the Department of State.

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TALLAHASSEE, FLORIDA

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ABEL BAND RUSSELL COLLIER → 2#526#918509224003

NO. 558

D05

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 by Bernhardt Trout, the President of Bernana, Inc., a Delaware corporation, the general partner of RESPIMUN ASSOCIATES OF FLORIDA, LTD., a Florida limited partnership, this 27th day of December, 19 99.

WITNESSES:

RESPIMUN ASSOCIATES OF FLORIDA, LTD.,
a Florida limited partnership

By: Bernana, Inc., a Delaware corporation,
Its General Partner

By: B. Trout
Bernhardt Trout, President

Greg S. Band
Annette H. Hesser

"GENERAL PARTNER"

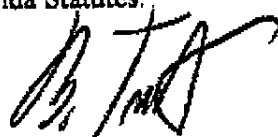
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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

RESPIMUN ASSOCIATES OF FLORIDA, LTD.,
a Florida limited partnership

Having been named to accept service of process for RESPIMUN ASSOCIATES OF FLORIDA, LTD., 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: 12/27/99

Bernhardt Trout

"REGISTERED AGENT"

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF SARASOTA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

RESPIMUN ASSOCIATES OF FLORIDA, LTD.,
a Florida limited partnership

BEFORE ME, the undersigned Notary Public, personally appeared Bernhardt Trout, as general partner of RESPIMUN ASSOCIATES OF FLORIDA, LTD., a Florida limited partnership, ("Partnership,") who, upon being duly sworn, certified as follows:

1. The amount of the capital contributions of the limited partners of the Partnership is: \$100.00.
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:

RESPIMUN ASSOCIATES OF FLORIDA, LTD.
a Florida limited partnership

By: Bernana, Inc., a Delaware corporation

[Signature]

By: [Signature]
Bernhardt Trout, President

Annette K. Haessner

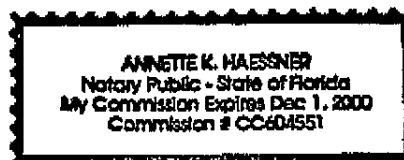
"GENERAL PARTNER"

The foregoing instrument was acknowledged before me, this 27th day of December, 19 99, by Bernhardt Trout, as President of Bernana, Inc., the General Partner of RESPIMUN ASSOCIATES OF FLORIDA, LTD., a Florida limited partnership, who is personally known to me and who did not take an oath.

Annette K. Haessner
Notary Public
Print Name _____
My Commission Expires _____

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SECRETARY OF STATE
FLORIDA

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