DOC ID ----> 199931900406

Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form CLP (July 1994)

Approved_____
Date_____
Fee $85*

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership in accordance with Ohio Revised Code Chapter 1782, do hereby certify as follows:

1. The name of the limited partnership shall be COCCA DEVELOPMENT, LTD.
(See instruction #1 regarding name)

2. The address of the principal place of business of the partnership shall be:

250 DeBartolo Place, Suite 1650
(street and number)

Boardman Township	Ohio	44512
(city, village or township)	(state)	(zip code)

3. The name and address of the limited partnership's agent for service of process in Ohio is:

Anthony L. Cocca	2733 Spitler Road	
(name of agent)	(street and number)	
Poland	Ohio	44514
(city, village or township)		(zip code)

4. The name and business or residence address of each **GENERAL PARTNER** is:

Name	Address
Penn Ohio Mortgage Company, Inc.	250 DeBartolo Place, Suite 1650 Boardman, Ohio 44512

(If insufficient space to cover this item, please attach additional sheet)

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5. The undersigned hereby certify that this limited partnership has been in existence since N/A, and that this certificate is being filed solely to comply with Ohio Revised Code Section 1782.63(A)(1).
(date of filing with county recorder's office)

The foregoing item 5 is to be completed, and is applicable ONLY IF the subject limited partnership was in existence prior to July 1, 1994. If not applicable, please insert "N/A" in the blank designated for the pre-existing date.

6. Other provisions (optional):

(If insufficient space for additional provisions, please attach a separate sheet)

IN WITNESS WHEREOF, the undersigned have caused this Certificate to be executed this 15 day of November, 19 99.

Penn Ohio Mortgage Company, Inc.

By: _____
Anthony L. Cocca, President

Attest: Teresa Cocca Kay
Teresa Cocca Kay, Secretary

(If insufficient space for all signatures, please attach a separate sheet containing additional signatures)

INSTRUCTIONS

1. Pursuant to ORC 1782.02, the name of the limited partnership must include the words "Limited Partnership", "L.P.", "Limited", or "Ltd.", and shall NOT contain the name of a limited partner unless either of the following are true:
   a. It is also the name of a general partner;
   b. the business of the limited partnership had been carried on under that name before the admission of that limited partner.

2. Pursuant to ORC 1782.01(H), a limited partnership must be created by a minimum of two persons. The certificate must be signed by all General Partners.

3. *If this certificate of limited partnership is being filed solely to comply with the provisions of Ohio Revised Code Section 1782.63(A)(1), then no filing fee is required.

[Ohio Revised Code Section 1782.08]

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ROTH, BLAIR, ROBERTS, STRASFELD & LODGE

A LEGAL PROFESSIONAL ASSOCIATION

DANIEL B ROTH
RICHARD B BLAIR
JAMES E "TED" ROBERTS
STUART A STRASFELD
THOMAS J LODGE
DAVID S BARBEE
ANDREW W SUHAR
KELLY M. BURTON
CHRISTOPHER P LACICH
SCOTT R. DeBONIS
JOSEPH C. BISHARA

1100 BANK ONE BUILDING
YOUNGSTOWN, OHIO 44503-1576
TELEPHONE (330) 744-5211
FACSIMILE (330) 744-3184

OSCAR A STEPHENS
1888-1975
BENJAMIN F. ROTH
1894-1978
OF COUNSEL·
F THERESA DELLICK
HERBERT H PRIDHAM
RETIRED
EDWARD ROBERTS
JERRY O STEPHENS

November 8, 1999

Secretary of State of Ohio
30 East Broad Street, 14th Floor
Columbus, OH 43216

Dear Sir or Madam:

Enclosed is a Certificate of Limited Partnership for Cocca Development, Ltd.

I've also enclosed, a check made payable to the Secretary of State in the amount of $95. Eighty-five dollars is for the filing fee and ten dollars is for expedited service.

If you have any questions concerning filing of the Certificate of Limited Partnership, please do not hesitate to call.

Cordially yours,

THOMAS J. LODGE

TJL/tjs
Enclosures

COLUMBIANA COUNTY OFFICE
11 SOUTH MAIN STREET
COLUMBIANA, OHIO 44408-1306
TELEPHONE (330) 482-0208

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	DATE	DOCUMENT NO	DESCRIPTION		FILING	EXPED	PENALTY	CERT	COPY
1.	11/15/1999	199931900406	CLP LIMITED PARTNERSHIP		85.00	10.00	0.00	0.00	0.00
				TOTAL	85.00	10.00	0.00	0.00	0.00

Return To:
ROTH,BLAIR,ROBERTS,STRASFELD,L
ATTN T J LODGE
1100 BANK ONE BLDG
YOUNGSTOWN, OH 44503-1576

----------cut along the dotted line----------

The State of Ohio
Certificate

Secretary of State - J. Kenneth Blackwell

1115495

It is hereby certified that the Secretary of State of Ohio has custody of the business records for COCCA DEVELOPMENT, LTD. and that said business records show the filing and recording of:

Document(s)	*Document No(s):*
LIMITED PARTNERSHIP	*199931900406*

United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, This 12th day of November, A.D. 1999

J. Kenneth Blackwell
Secretary of State