

PDR **A01000000309**
Price Donoghue Ridenour
Certified Public Accountants & Business Consultants

William E. Price, CPA
Kevin J. Donoghue, CPA
Nancy M. Ridenour, CPA

Members
Florida Institute of
Certified Public Accountants

American Institute of
Certified Public Accountants

Private Companies
Practice Sections

February 13, 2001

Florida Secretary of State
Division of Corporations
Post Office 6327
Tallahassee, Florida 32314

000003707130--5
-02/16/01--01073--001
****148.75 ****148.75

Gentlemen:

Enclosed are my client's affidavit and certificate of limited partnership for:

580 Kerwin, L.P.

Also enclosed is their check for the filing fee and certificate of status. Please return the certificate to them at their address.

Very truly yours,



William E. Price
Certified Public Accountant

FILED
01 MAR -2 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WEP:ds
Enclosure

A01-309
QR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 19, 2001

WILLIAM PRICE
29605 US HIGHWAY 19 NORTH, STE. 140
CLEARWATER, FL 33761

SUBJECT: 580 KERWIN L.P.
Ref. Number: W01000003892

We have received your document for 580 KERWIN L.P. and your check(s) totaling \$148.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 901A00010441

FILED
01 MAR -2 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

- 1. 580 Kerwin, Ltd. (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 2109 Meadow Brook Drive, Clearwater, FL 33759 (Business address of Limited Partnership)
3. Timothy J. Kerwin (Name of Registered Agent for Service of Process)
4. 2109 Meadow Brook Drive, Clearwater, FL 33759 (Florida street address for Registered Agent)
5. [Signature] (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 2109 Meadow Brook Drive, Clearwater, FL 33759 (Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 2/01/2051

8. Name(s) of general partner(s): Street address:
Tracker Corp. F08327 2109 Meadow Brook Drive
Clearwater, FL 33759
The Kerwin Development Company, Inc. 2109 Meadow Brook Drive
Clearwater, FL 33759
800-101387

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 12th day of February, 2001.

Signature of all general partners:
[Signature] General Partner
President, Tracker Corp.
[Signature] General Partner
President, The Kerwin Development Company, Inc.
General Partner

FILED
01 MAR -2 PM 5:00
SECRETARY OF STATE

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of 580 Kerwin, Ltd.

a Florida Limited Partnership, certify:

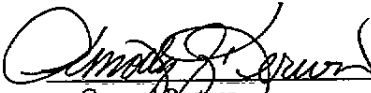
The amount of capital contributions to date of the limited partners is \$ 7,500.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 7,500.00.

Signed this 13th day of February, 2001.

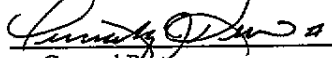
FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



General Partner
President, Tracker Corp.

General Partner



General Partner
President, The Kerwin Development
Company, Inc.

General Partner

General Partner

General Partner

FILED
21 MAR -2 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE FLORIDA