

BURGESS HARRELL MANCUSO OLSON & COLTON, P.A.

James H. Burgess, Jr.
Donald J. Harrell**
R. Lynette Mancuso***
Paul E. Olson**
John A. Colton

*Board certified civil trial lawyer
**Also admitted in Pennsylvania
***Board certified real estate lawyer
*Certified circuit and family court mediator

December 6, 2001

Department of State
Limited Partnership Section
Division of Corporations
409 EAST GAINES STREET
Tallahassee, Florida 32399

Re: 775 PARTNERSHIP, LTD.
Transmittal Letter

Dear Sir or Madam:

Enclosed please find the original of the Certificate of Limited Partnership (with Registered Agent/Office Designation), and Affidavit of Limited Partner Capital Contributions for the above-referenced company.

Also enclosed is a check payable to the Florida Department of State in the amount set forth below for the following fees:

Certificate Filing Fee	\$ 52.50
Agent Designation Filing Fee	35.00
	<u>\$ 87.00</u>

Please file the enclosed and return evidence of filing to me. Please return all correspondence and communications, and direct all questions or comments, to the undersigned.

Yours truly,


Paul E. Olson
For the Firm

FILED
01 DEC 10 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

enc(s)
cc: client w/enc(s)

425 1010 CertLPship-LtrTransmittal.mentor.wpd

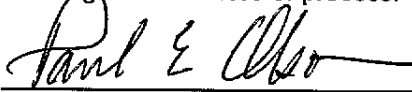
1776 Ringling Boulevard - Sarasota, Florida 34236
Telephone (941) 366-3700 - Facsimile (941) 366-0189
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775 PARTNERSHIP, LTD
CERTIFICATE OF LIMITED PARTNERSHIP

THE UNDERSIGNED, constituting each general partner of the limited partnership desired to be formed hereby, pursuant to the Florida Revised Uniform Limited Partnership Act, certifies as follows:

1. Name. The name of the limited partnership shall be 775 PARTNERSHIP, LTD.
2. Office Address. The office address shall be 1776 RINGLING BOULEVARD, SARASOTA, FLORIDA 34236.
3. Registered Agent. The registered agent for service of process and other statutory purposes shall be PAUL E. OLSON, with an address at 1776 RINGLING BLVD., SARASOTA, FLORIDA 34236. The registered agent hereby accepts the designation as registered agent for service of process.



PAUL E. OLSON, Registered Agent

4. General Partner(s). The name and business address of each general partner is as follows:

Name

Business Address

775, INC.

pol-62701

1776 RINGLING BOULEVARD
SARASOTA, FLORIDA 34236

5. Mailing Address. The office address shall be 1776 RINGLING BOULEVARD, SARASOTA, FLORIDA 34236.

6. Commencement and Dissolution Date. The existence of the limited partnership shall commence upon the filing hereof. The latest date upon which the limited partnership is to dissolve is December 31, 2021.

IN WITNESS WHEREOF, the undersigned, constituting the sole general partner hereof, hereby executes this instrument thereby affirming under penalties of perjury that the facts stated herein are true this 7 day of AUGUST, 2001.

GENERAL PARTNER:

775, INC.



ROBERT A. MORRIS, JR., PRESIDENT

FILED
01 DEC 10 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

775 PARTNERSHIP, LTD
AFFIDAVIT OF LIMITED PARTNER CAPITAL CONTRIBUTIONS

Each of the undersigned hereby certifies as follows:

1. Identity of General Partners. Each of the undersigned is, or is an authorized agent as indicated below of, a general partner as identified below, and together constitute all general partners of the above referenced Florida limited partnership.

2. Authority. Each of the undersigned is duly authorized to file this affidavit as, or on behalf of, a general partner as identified below, and on behalf of the limited partnership.

3. Limited Partner Capital Contributions. The total amount of the capital contributions of the limited partners to date is \$10.00, and the total amount anticipated to be contributed by the limited partners, including the foregoing amount, is \$1,000.00.

FURTHER AFFIANT SAYETH NOT.

IN WITNESS WHEREOF, this instrument is executed, thereby affirming under penalties of perjury that the facts stated herein are true and correct, this 7 day of AUGUST, 2001.

AFFIANT:
775, INC.



ROBERT A. MORRIS, JR., PRESIDENT

FILED
01 DEC 10 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA