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5/27/98 FLORIDA DIVISION OF CORPORATIONS 11:03 AM  
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((H98000009844 5)))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000

FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036  
CONTACT: KAREN L DIDEA  
PHONE: (407)843-4600 FAX #: (407)843-4444

NAME: 580 INDUSTRIAL, LTD.  
AUDIT NUMBER.....H98000009844  
DOC TYPE.....FLORIDA LIMITED PARTNERSHIP  
CERT. OF STATUS..0 PAGES..... 3  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$1,837.50

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

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TALLAHASSEE, FLORIDA  
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ATTORNEY: 424  
CLIENT: 005722  
MATTER: 57761

COMMENTS:

PLEASE NOTE THAT THIS DOCUMENT MUST BE FILED WITH AN EFFECTIVE DATE OF  
TODAY, May 27, 1998. IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CALL ME.

THANK YOU FOR YOUR ASSISTANCE IN THIS MATTER.

KAREN L. DIDEA  
Direct Dial: 407/418-6462

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98 MAY 27 AM 11:28  
DIVISION OF CORPORATIONS

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CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
580 INDUSTRIAL, LTD.

The undersigned, hereby makes and files with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. NAME OF PARTNERSHIP. The name of the partnership shall be 580 INDUSTRIAL, LTD.

2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 777 South Harbour Island Boulevard, Suite 877, Tampa, Florida 33602 or at such other place or places as the General Partner shall from time to time determine.

3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS

Gary W. Harrod  
777 South Harbour Island Boulevard, Suite 877  
Tampa, Florida 33602

4. NAME AND BUSINESS ADDRESS OF THE GENERAL PARTNER

Harrod Properties, Inc. <sup>42337</sup>  
777 South Harbour Island Boulevard, Suite 877  
Tampa, Florida 33602

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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This document was prepared by:  
Loran A. Johnson, Esq.  
Florida Bar Number: 339350  
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.  
P. O. Box 2809  
Orlando, Florida 32802-2809  
(407) 843-4600

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5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP.

777 South Harbour Island Boulevard, Suite 877  
Tampa, Florida 33602

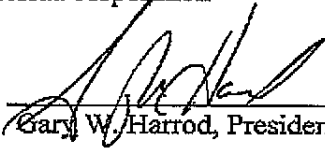
6. TERM. The partnership shall be dissolved on December 31, 2025, unless sooner dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

EXECUTED this 20 day of May, 1998.

GENERAL PARTNER

HARROD PROPERTIES, INC.,  
a Florida corporation

By: \_\_\_\_\_

  
Gary W. Harrod, President

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AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.108, the undersigned certifies that the capital contributions of the Limited Partners of 580 INDUSTRIAL, LTD. are \$3,000. The anticipated amount of additional capital contributions of the Limited Partners is \$1,500,000.

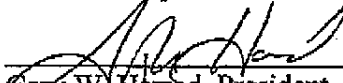
FURTHER AFFIANT SAYETH NOT.

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

EXECUTED this 22 day of May, 1998.

GENERAL PARTNER:

HARROD PROPERTIES, INC.,  
a Florida corporation

  
\_\_\_\_\_  
Gary W. Harrod, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

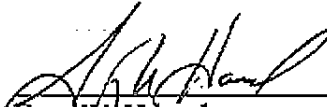
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ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, Gary W. Harrod, accepts his designation as Registered Agent for 580 INDUSTRIAL, LTD. and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act, Florida Statutes, Chapter 620.

EXECUTED this 20 day of May, 1998.

  
\_\_\_\_\_  
Gary W. Harrod  
Registered Agent